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ABSTRACT

The attempted closing of Wilson College in Pennsylvania, a 110-year-old liberal arts college for women, is recounted. In 1978 the board of trustees voted to close the college and preserve remaining assets for other educational purposes. A movement evolved to save the college, and subsequent litigation resulted in rulings in May 1979 that: (1) two trustees must leave the board; (2) the board must continue operating the college as a teaching institution; (3) the board had exceeded its authority in closing the institution and forming a foundation without authority from the court; (4) trustee defendants must pay court costs, but not from college funds; and (5) the court would retain jurisdiction over the college. The account is told by a trustee who favored the closing, and draws upon board records from 1970 to 1979, college officials' reports, accreditation and consultants' reports, the press, and interviews with trustees, administrators, and faculty. Appended are a memo containing another trustee's comments on the account, a copy of the court decree, and a reprint of an editorial entitled "Judicial Overkill" from the September 1979 issue of Change magazine. (MSE)

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Wilson College

A Case Study

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WILSON COLLEGE

A CASE STUDY

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FOREWORD

In February, 1979, the Board of Trustees of Wilson College announced their intention to close the College at the end of the current year--June 30, 1979--and to convert the remaining assets of the College, primarily a restricted endowment of approximately $4,500,000 and the physical plant and equipment, into an endowed foundation.

The reasons for closing, the trustees explained, were a history of declining enrollments and operating deficits extending back over a decade. While the College was not yet bankrupt, the trustees said that it was now so small in terms of student enrollment and faculty that the integrity of the educational program was endangered. If assets of the College were preserved in a foundation, the income from them could continue to be used to further the original purposes of this 110-year-old institution--the liberal education of women.

The closing announcement was greeted with tears and dismay on the part of students, faculty, alumnae, and townspeople. There were calls and letters from these constituents, praising the trustees for their courage in reaching a decision to close the College while it was still possible to conserve some of its assets for educational purposes.

Soon, however, a movement to oppose the closing was organized under the heading of the "Save Wilson Committee." A suit was filed in the local Orphans (probate) Court, asking the removal of all the trustees except one who disassociated herself from the Board and joined the suit as a petitioner. The suit further asked a permanent injunction against the closing of the College and the naming of a new Board of the petitioners' selection.

A hearing on this suit was held the first week in May, 1979. On May 25, the judge announced his preliminary decision, or decree nisi. In brief, he removed two trustees from Office; ordered the Board of Trustees to continue operation of Wilson as a "teaching institution"; declared that the Board of Trustees had exceeded its authority in deciding to close the College and to establish a foundation without obtaining prior permission from the court; levied court costs against the trustee defendants and forbade the use of College funds to defray them; and retained jurisdiction over the College in his court.

In considering the course of action then proper to them, the trustees recognized that appeal of the decision to a higher court would require many months, perhaps a year or two. During that period, they would be required by court order to continue operating a college they believed no longer educationally or financially viable. A majority of the trustees therefore decided to resign, clearing the way for the selection of a new board committed to restructuring and renewing the College. A further result of the consent decree which the trustees negotiated was the setting aside of the original decree nisi and its rulings that the trustees believed had threatening implications for all of higher education.

The following account of the events which led to the decision to close Wilson College and to the aftermath of controversy and litigation is written by a trustee. I became a member of the Board of Trustees of Wilson College in July 1977; I served as a member of its Committee on Public Relations and Development for one year and as chairman of that committee for one year; I was secretary of the Board of Trustees in 1978-79. I voted consistently in favor of the decision to close the College, and it is still my conviction that closing was the wise and responsible decision. This account thus does not pretend to objectivity, but I believe it presents the facts fairly. The information in it is drawn from official minutes of the Board of Trustees for the years 1970 through 1979; from officers' and administrative reports--president, admissions office, development office and from such outside reports as those of the 1978 Middle States Association visiting team and the 1974 consultants, from a complete file of the Chambersburg Public Opinion and other newspaper accounts; and from personal interviews with fellow trustees, faculty members, and administrators of the College.

-- Alice L. Beeman
August, 1979

WILSON COLLEGE IN SEPTEMBER 1978

In September 1978, Wilson College opened for its 110th year of operation. Founded in 1869 and originally affiliated with the Presbyterian Church, the College had throughout its history been dedicated to the education of women through the liberal arts. It was located in rural Central Pennsylvania, in a residential area of Chambersburg, a city of about 17,000 population. The College offered instruction in 20 "major" fields, awarded both the A.B. and B.S. degrees, and provided a variety of special programs, such as teacher certification, internships in several fields, and cooperative programs with other educational institutions.

The Board of Trustees in September was comprised of 25 persons, including the College president. Eleven of the trustees were alumnae of Wilson College (trustee bylaws require that at least three trustees be alumnae). Nine of the trustees were men. For the first time in a decade or more, the chairman of the Board was a women--Martha Baum Walker, an alumna and a practicing attorney in Chambersburg.

The faculty of the College in September consisted of 13 full professors (excluding the president and dean, who had little or no teaching responsibilities); 6 associate professors; 19 assistant professors; and 7 visiting or part-time instructors and lecturers. Of the full-time faculty, 27 were men and 18 were women; of the 13 full professors, 10 were men. Twenty faculty members were tenured.

Wilson's student body in September numbered 224. They came mostly from the Middle Atlantic states--about 60 percent residing in that region. About 10 percent of the students came from abroad, and the remainder from throughout the United States. Most of them were graduates of public high schools. Approximately 60 percent received some form of financial aid to enable them to attend college, ranging from token amounts to a maximum of $5,000.

As the academic year opened, Wilson had an endowment with a book value of $4,095,976. Its operating budget for the year was $2,647,349, with a projected deficit at the end of the year of $21,320. Almost half of the operating budget--$1,275,000--was expected to come from gifts and grants from outside sources, with the remainder derived from tuition and fee income, endowment income, and auxiliary enterprises (dormitories, bookstore, and the like).

The pleasant campus of Wilson College was a welcoming sight to incoming students. Along one border of the campus was Conococheague Creek, with grassy banks available for walking, sunning, or frisbee-throwing. The buildings, mostly of collegiate gothic style, were comfortable if not plush. They ranged in age from Norland Hall, a century old, to residence halls built a dozen years ago. The replacement value of the entire 300-acre campus was estimated at $14-million. Though only 224 students were enrolled in September, the campus had been designed to accommodate a student body of 650-700.

Opening convocation in September was traditional. Presiding was Margaret A. Waggoner, Ph.D., professor of physics and of the history and philosophy of science. Dr. Waggoner was Wilson's first woman president, but she was its fourth president in ten years. Paul Swain Havens had retired in 1970 after 34 years in the presidency; Charles Cole, Jr., had resigned under pressure from the trustees in 1975; Lawrence E. Dennis had served five months as acting president before Dr. Waggoner's election to the position in 1975.

HIGHLIGHTS OF TRUSTEE AND ADMINISTRATIVE DECISIONS 1970-1979

> "In 1970 the Trustees declared their intention to maintain the institution as a college for women. Thus they reasserted their belief in the importance of a liberal arts education for women who seek to enlarge their knowledge and understanding and who wish to expand their range of possibilities."
>
> -- Wilson College Catolog, 1978-79

In 1970, after 34 years as president of Wilson College, Dr. Paul Swain Havens retired, honored by trustees, faculty and students. Under his leadership, the College had achieved its peak enrollment of 722 students in 1966-67, though in the year of his retirement enrollment had dropped to 518 and the College had had operating deficits in four of the last five years, ranging in amount from $29,000 in 1965-66 to $472,000 in 1969-70. Dr. Havens considered good teaching to be the primary responsibility of an undergraduate college. The faculty that he left in place when he retired was dedicated to teaching; Wilson was not known for faculty research nor for professional leadership by its faculty beyond the campus.

To succeed Havens, the Trustees chose Charles Cole, Jr. President Cole announced as his objective the rebuilding of enrollment and specified as a goal the recruitment of a freshman class of 250 students. To attain that goal, he reorganized the Admissions Office and cast a wider net for students, going to large public high schools in major cities, such as Washington and Baltimore, which had not previously been considered primary territory for Wilson. The decline in enrollment slowed, but freshman enrollment fell far short of the announced goal.*

1973 - 1974

In 1973, Wilson College occupied a campus of about 100 acres. Immediately adjacent on the north was Penn Hall, a preparatory school for girls. Because of financial problems, the trustees of Penn Hall voted to close the institution and offered to sell its campus to Wilson for approximately $1,000,000. Upon the recommendation of President Cole, the Trustees of Wilson quickly agreed. The 200 acres of Penn Hall and several of its buildings seemed an excellent addition to the Wilson plant. In particular, a field house--something Wilson did not have--and the possibility of converting one of the Penn Hall buildings into a badly-needed fine arts center seemed almost an answer to prayer. It was less clear what use could be made of other structures, especially of the large dormitory capable of housing 200 students.

At the same meeting at which they authorized the purchase of Penn Hall, the trustees heard a lengthy discussion by President Cole on the continuing problems of private higher education and especially of the continuing problems of Wilson College. He reported that as of November 2, 1973, Wilson had received 56

*See Table IV.

applications for admission the following September as compared with 68 on the same date a year earlier. The Board's financial policy committee presented the revised budget for 1973-74, projecting a deficit of $583,000 at the end of the year, and it was approved.

Also in November, President Cole presented a revised Criteria for Faculty Appointment, Reappointment and Promotion, and the Board voted that it be referred to the Bylaws Committee for preparation of the necessary Bylaws revisions. The new Criteria had been under study for many months but its consideration had been several times deferred by the Board.

Despite the outward appearance of amity, there were growing tensions between President Cole and the Board, and among the Board, there was a growing sense of emergency. Wilson had now experienced operating deficits for several years in a row, and enrollment continued to decline. There were also tensions between president and dean and between president and faculty. It was alleged that President Cole did not delegate authority or responsibility to the dean of the College, and that he neglected the fund-raising activities so essential for the president of a private college.

At its winter meeting in 1974, the Board expressed concern about the president's recommended faculty salary increases at a time when the College was operating at a deficit. The Trustees finally agreed to provide three percent of the total amount currently paid to salaried personnel for salary increases in the 1974-75 budget. It was further decided by the Trustees that the regular annual "salary letter" to faculty members would explain that the smallness of the increase was because of continuing financial difficulties of the College and would ask faculty help in resolving financial problems and especially in increasing enrollment. The Board further stipulated that the budget for 1974-75 could not have a deficit in excess of $500,000. It asked the president to look for an organization that might make a study of the College's financial situation with recommendations to the president and the Board. President Cole was asked to report on this matter at the June meeting of the trustees.

At this same meeting, the Board's Bylaws Committee reported that it was continuing to work on the needed revision regarding Criteria for Appointment, Reappointment and Tenure of faculty, but was not yet ready to report.

At the regular meeting of the Board on June 1, 1974, the chairman of the Trustee Financial Policy Committee "expressed deep concern as to the financial situation of the College. Endowment continues to be eroded as enrollment continues low, with no real prospect of improvement . . . . The College cannot hope to continue to operate with repeated deficit budgets."

President Cole reported that pursuant to the Board's instructions, he had engaged the Academy for Educational Development, of New York City, to make a management and educational audit of the College, and the Board approved a contract for the purpose.

The chairman of the Board presented the proposed revisions in the Board's By-laws which would incorporate the new Criteria on faculty appointments and tenure. In accordance with Board rules, however, the matter was put over to the next meeting for a vote, since trustees had not received prior notice of the text of the revision.

1974-1975

During the summer and early fall monhts of 1974, the Executive Committee of the Board met several times. The AED consultants visited the College and prepared their report. The working draft of this report, thereafter commonly called the "Moon Report," was presented to Board members the evening of November 1 as they gathered for their regular fall meeting the following morning. A special guest at that meeting was Rexford Moon, vice president of AED and chief architect of the report to which his name became attached.

Spurred by their sense of emergency and by the report, the trustees moved quickly to:

- declare a state of financial exigency at Wilson College;
- retain legal counsel to advise on the responsibility and liability of the trustees; on retrenchment; and on the possibility of invading restricted endowments;
- ask the faculty, under the leadership of the dean, to develop faculty retrenchment procedures for consideration by the trustees at their February meeting;
- approve the concept of the "one-plus-one" campaign for alumnae involvement in student recruitment, proposed in the Moon Report, and appoint Trustee Martha Walker to head the campaign aided by outside staff;
- accept as a "general guide" the Moon Report recommendations on the role of the dean, curriculum revision, faculty productivity, and the decision to remain a women's college;
- place a moratorium on the granting of tenure, the purchase of equipment or books, expansion of staff or faculty, and replacement of faculty going on sabbatical;
- instruct the president that all faculty reappointments were to be for one year terms only.

In their resolution declaring a state of financial exigency, the Trustees specifically noted that in the previous eight years, Wilson's enrollment had declined by half; that faculty had been reduced by only 17 percent during the same period and that the student-faculty ratio was now almost 6-1; and that eight years of substantial operating deficits had reduced the College's investments to less than half their original size and that virtually all remaining endowment was restricted.

And once again, the Board postponed action on its Bylaws revision embodying the new Criteria on appointments and tenure.

In February 1975, the Board met off-campus with consultant Rexford Moon. President Cole was not in attendance. Board Chairman William Poole reported on activities of the Executive Committee since November, including engagement of the Academy for Educational Development and Mr. Moon to "evaluate the leadership of Wilson College." Mr. Moon presented the report of that evaluation and the minutes of the meeting state that "there was full discussion."

The following day, the Board met in regular session on the campus with President Cole in attendance and Mr. Moon as a guest. The President gave his regular report and answered questions from the trustees about his working relationships with the Dean of the College, the business manager, and the faculty. The Board then went into executive session without the president. When it reconvened in regular session, the President and the Dean joined the meeting. The Chairman of the Board then announced that President Cole had submitted his resignation, effective March 1, 1975, and the Board accepted that resignation. The Board also accepted the resignation of Dean Mary Ann Burns, as submitted to the Executive Committee the preceding December, to be effective August 1, 1975.

The Board then went on to agree to engage the Academy for Educational Development to locate an acting president and to assist the Board in its search for a new president. The trustees reaffirmed their intention to honor all contractual obligations then existing with employees of the College. They named a presidential search committee, comprised of 11 persons--6 trustees at least 3 of whom were to be alumnae, 3 faculty members chosen by the faculty, and 2 students to be selected in such manner as the students might approve.

On February 25, Mr. Moon notified the trustees that AED had obtained the services of Dr. Lawrence E. Dennis as acting president, to begin March 3.

At their regular May meeting, the trustees once again took up the matter of policy on tenure. In light of the moratorium on tenure decisions that the Board had imposed the previous fall, Acting President Dennis proposed that the 28 non-tenured faculty members be grouped in three categories:

(1) non-tenured people the College would not retain beyond July 1, 1976

(2) non-tenured people the College would like to retain but to whom it can make no guarantee beyond July 1976 unless enrollment and finances improve

(3) non-tenured faculty the College must have to maintain departments and instruction. These people would be informed that their contracts will be renewed on a one-year basis beginning July 1, 1976 through June 30, 1977.

The Dean and the Acting President were to decide upon the assignment of the non-tenured faculty to the three categories and they said they would report to the Executive Committee on June 14.

The Board was informed that 81 freshmen were enrolled as of that date and that a total enrollment of 325 was expected in September. The Board discussed the tentative budget and resolved that the operating deficit for 1975-76 must not exceed $515,939.

The Educational Policies Committee of the Board commended the dean and faculty for steps toward reorganizing from 20 departments into four divisions--an important measure in retrenchment.

In July, 1975, the Board was called into special session to hear the recommendations of the Search Committee. They unanimously elected Margaret A. Waggoner, who was the unanimous first choice of the Search Committee. After her election, Dr. Waggoner was invited to join the meeting. She spoke to the trustees of the need to rebuild Wilson College and stressed the vital importance of the Board's active participation in necessary fund-raising. She said the College would need $1-million or more from outside sources every year and the Board agreed to undertake this task if she would take the presidency.

1975-1976

President Waggoner began work at the College on August 1, and on September 27, she reported on her first eight weeks' activity at a special meeting of the trustees. Total enrollment was 313, with 92 new students (freshmen and transfers). The transition from departmental to divisional organization was continuing; a new director of admissions had been appointed; a staff committee was at work compiling personnel policies and practices of the College in order that inconsistencies and inequities might be eliminated; a review of the Trustees' Bylaws was underway with a goal of presenting needed revisions at an early meeting; work had begun to draft an affirmative action plan for the College; and efforts were being undertaken to revitalize student government. President Waggoner spoke to the Board of the need for the faculty to renew contacts with the "outside academic world," noting that the Wilson faculty in the past decade had tended to "turn inward." Finally, she reminded the trustees that the College would need $1,250,000 over and above tuition and fee income in order to end the year without a deficit, and she asked trustee leadership to achieve this goal.

At the regular meeting in November, there was report on continuing activity. Of special note was a long-range plan presented by the President, indicating a goal of 150 new students in September 1976 and projecting a maximum enrollment of 870 students by 1986. Such an enrollment would bring Wilson to a student faculty ratio of 12:1--double the intolerably expensive 6:1 of recent years. It would also make use of the Penn Hall dormitory, empty since its purchase two years earlier.

On the vital matter of admissions, President Waggoner said the Admissions staff was finding it necessary to combat a widespread public impression that Wilson College had closed or, that if it had not closed, it "was not as good as it used to be."

President Waggoner then turned to the subject of tenure. She reminded the Board that the "new" tenure policy, written more than two years ago, had been tabled by the Board when it declared a moratorium on tenure decisions. Neither the prior policy nor the proposed new one conformed to AAUP standards. Further, the president noted that 19 faculty members already are on tenure; if the new tenure policy were implemented and no denials of tenure were made, the College would have an 85 percent tenured faculty. Wilson's faculty included several faculty members who had been at the College 10 years or longer and who had not yet had a tenure determination made. She reminded the board that the "one year reappointments" authorized under Acting President Dennis were in reality two-year reappointments, since the one-year renewal was for 1976-77 and was so indicated in contract letters written by President Dennis. She asked the Board for further time on the tenure revision and said she hoped to have recommendations ready for the February meeting. The Board assured the president of its full support as she dealt with these difficult and delicate matters.

The Board then took actions to approve an operating budget for 1975-76 with a projected deficit of $169,000. Upon the president's recommendation, it approved the rental of a campus building, Rosenkrans Hall, to the Commonwealth of Pennsylvania to be used for training programs for magistrates. Finally, the Board named Richard Hough as chairman of the trustee committee on development and public relations with special responsibility for organizing a Trustee Fund.

When the Board next met, in February, 1976, the president reported that only 91 applications for admission the following September had been received, compared with 146 at the same time a year earlier. She noted that almost no recruitment had been undertaken the preceding spring and summer, during the period of emergency; that the College Catalog for 1976-77 had not been published until January 1976; and as previously noted, that there was general confusion outside Chambersburg as to the status of the College--whether it was still in operation. On the other hand, she reported that the Alumnae One-Plus-One program to recruit students was working well, that the new admissions staff were working very hard, and that an extensive program of high school visitations was underway in which she herself was participating in a major way.

Trustee Hough reported that about $500,000 had been raised thus far in gifts and grants, $198,000 from alumnae and $245,000 from other sources.

The new Criteria on Appointments, Promotion and Tenure, as drafted in 1973 under President Cole, reviewed and revised by a faculty committee named by President Waggoner, and as incorporated in revisions to the Bylaws of the Trustees, was presented and approved. The president said that the faculty Committee on Appointments, Promotion, and Dismissal would begin work immediately on the long-delayed tenure decisions. A resolution adopted by the trustees noted that if the number of favorable tenure decisions was large, the proportion of the faculty on tenure might rise above 50 percent--the maximum suggested in the new policy. If that happened, then the trustees instructed the faculty Committee on Appointments, Promotions and Dismissals to take actions to reduce the proportion of tenured faculty to approximately 50 percent within the next eight years.

By May, the faculty committee had "met for hours and hours," as one member of the committee expressed it, "had taken two votes to be sure everybody had a chance to change their minds," and had recorded a majority, though not a unanimous, vote to grant tenure to all faculty members but one for whom it had been considered. The President, in accordance with the Bylaws, took to the trustees at their May meeting both the recommendations of the faculty committee and her own. The Board accepted the President's recommendations that tenure be granted to seven of the eleven persons under review and that it be denied to four.

On financial matters, the trustees were presented with a tentative budget for 1976-77 that included a deficit of $154,000, assuming that the 1975-76 goal of $1-million in gifts and grants would be reached and that the 1976-77 goal of $1,060,000 would also be achieved. Trustee Hough reported that as of May 29, with one month to go, the alumnae had reached 75 per cent of their 1975-76 fund-raising goal but the trustees only 43.4 percent of theirs.

1976-1977

In November, 1976, the Board convened on campus for its regular session. Since this was the first meeting since the end of the 1975-76 fiscal and academic year, President Waggoner reported briefly on year-end results. The budget for 1975-76 had called for $1,000,000 in gifts and grants and had projected a deficit of $169,000. Fund raising had fallen short by about $382,000; endowment income had dropped below expectations, savings achieved by cost-cutting and retrenchment, though substantial, had not been enough to prevent a deficit of $430,498. Though this was less than half the deficit of the preceding year and the smallest since 1971-72, it was till cause for serious concern.

New students numbered 39, and total enrollment was 285. The Board adopted a fund-raising goal for the 1976-77 year of $1,225,000, and a balanced budget was approved. Student recruitment efforts were reported to be off to a good start, with about 3,000 inquiries having been received to date. The alumnae One-Plus-One effort was continuing, and another extensive series of high school visits was planned. (Later reports show that some 250 high schools were visited by Wilson representatives, including the president, in 1975-76 and nearly 400 in 1976-77. (Alumnae also helped make these visits.)

By mid-winter, when the trustees met in February, optimism and pessimism were mixed. At that point, student recruitment efforts looked good; the One-Plus-One effort was in high gear, with 31 alumnae chairmen enlisted around the country. High school visitation--to college nights and fairs and to individual schools to talk with counselors--was continuing, and direct mail efforts were underway. On the less hopeful side, it was reported that alumnae had reached 55 percent of their annual fund-raising goal; the trustees were at only 29 percent of theirs. From all sources, 37 percent of the year's goal of $1,225,000 had been received, and only five months remained of the year.

At their final meeting of this academic year, the signs were still mixed. This fiscal year would end "in the black"--a cause for rejoicing after so many years of deficits. Yet the trustees knew that this achievement was due in part to the

receipt of a single gift of $500,000 which put the year's fund raising effort over its goal. They knew, too, that the president's stringent cost-cutting efforts, including drastic reductions in administrative staff, had improved the financial picture at the cost of increasing the president's own work load and of reducing vital college services, such as plant maintenance and clerical assistance to faculty and administration. The better financial situation made it possible for the president to provide some salary improvement for all faculty and to correct some salary inequities. A five percent across-the-board increase was included in her tentative budget for 1977-78. Notification of a bequest of more than one million dollars had been received; in their enthusiasm for the improving finances of the College, the trustees voted to use only the income from this bequest, regarding the capital sum as "funds functioning as endowment."

Less cheerful news came from the Admissions Office. Despite the heroic efforts of the preceding months, only 41 freshman enrollments had been received by the end of May.

During the summer, the trustees were notified by the president of the unexpected departure of the dean of the college, who tendered her resignation in August in order to accept another position. At that late date, the president persuaded Louise Monack, professor of chemistry and a long-time respected member of the faculty to serve as Acting Dean for 1977-78. A search for a permanent appointment would be made during the coming year. And the president reported that additional enrollments during the summer months had brought the entering class to 62, up from 39 the preceding fall, but only half the goal originally set.

At their November meeting, the trustees listened attentively as President Waggoner discussed a detailed 10-year plan for the College. She included a variety of enrollment assumptions in her projections, but stressed the importance of reaching a total enrollment of at least 600. This maximum would increase the student-faculty ratio to a more economic level and would make full use of the College's buildings and equipment. Because some of the buildings on North Campus (the former Penn Hall campus) were still unoccupied, the president urged the trustees to look into possible alternative uses for these buildings--and income from them. A trustee committee was appointed to study this matter and make recommendations to the Board. A budget for 1977-78 was approved with a projected deficit of only $219. It was a very tight budget, however, reflecting increased costs caused by an increase in the federal minimum wage and calling for $1,250,000 in gifts and grants. To meet cash flow problems, the trustees authorized the president to borrow up to $150,000 from the unrestricted endowment fund with repayment to be made later in the year.

Once again, the trustees turned to the matter of student recruitment. The Admissions Office presented its plans for the year--already underway. The admissions staff planned to visit over 700 high schools, attend approximately 50 college night programs, and participate in 6 national college fairs. The alumnae One-Plus-One program was once again in operation, and now had 53 local chairmen and and 450 local committee members in all 50 states. These direct efforts were to be supplemented by direct mail materials sent to 43,000 high school graduates

identified by the Student Search Service of the College Entrance Examination Board as meeting Wilson's admission requirements and living in the College's "primary geographic area" of Middle Atlantic states.

Finally, a special report was given to the trustees on preparations for next April's visit by a Middle States Association team. This was the regular ten-year review for purposes of reaffirming the College's accreditation. Middle States required an institutional self-study prior to the team visit, and the college had decided to emphasize the areas of curriculum and individual student programs, faculty development, and continuing education. Faculty teams had been formed for each area, but the self-study was expected to involve all College segments--faculty, administration, and students.

The mid-winter meeting brought little new. It was reported that 38 percent of the fund-raising goal had been reached, about the same as a year earlier. Some increases in foundation support were noted, attributed at least in part to the College's achievement of a balanced budget. The admissions office noted that it had received 101 applications with 71 acceptances for the September class--up from 88 and 41, respectively, the previous year.

Meeting in May 1978, the trustees perhaps did not recognize the warning signs that were flying. The Admissions Office reported that it expected at least 80 new freshmen to enroll in September--again up from 62 a year ago but still short of the goal of 125. The fund-raising goal of $1,250,000 had not been reached, but fortunately the million-dollar bequest announced the year before had now been received and could be tapped to cover the shortfall. The trustees appropriated $450,000 to balance the operating budget for the 1977-78 year, and left the remainder as funds functioning as endowment.

Two other developments were perhaps, ultimately, more significant. One was the Middle States Association accreditation visit. The written report from the visiting team had not been received, but there had been an extensive oral report to the president and to faculty members on the self-study teams. The team was critical of the self-study areas chosen by the faculty, saying that a comprehensive institutional self-study would have been more valuable. The visiting team was criticized the lack of faculty participation in the study, noting that only half the faculty had responded to questionnaires distributed as one part of the self-study. One area chosen by the faculty had been faculty development. The Board's Educational Policy Committee summarized the evaluation by the visiting team as follows:

> "The faculty is considered to be competent and one of its greatest strengths its availability to students. However, although Wilson is primarily a teaching college, there is no evidence of efforts to evaluate and improve teaching and the team was concerned that there is not more scholarly activity among the faculty. The team did not see the teaching load as a deterrent to greater scholarly productivity. More recognition for scholarly activity is suggested as one way of encouraging it. The team's greatest concern in regard to faculty is that, in spite of its awareness of the problems facing the College, there is a lack of unified, aggressive attack upon them."

The team had further noted that the curriculum, while solid, was also conservative and traditional. It recommended that the faculty take an intensive look at the curriculum, re-order priorities, and re-examine its concept of liberal arts education.

As to governance, the team said the Board of Trustees was interested and knowledgeable, and that "there is vigor and vitality in the administrative staff. The President is strong, capable, and hard working, but there must be unity in support of her efforts."

The Middle States team's comments about the faculty were all the more significant in the light of the situation in regard to selection of a new Dean of the college. Acting Dean Monack had proved capable in her new administrative responsibilities; the president was eager to make her appointment permanent; student representatives to the Board had expressed their desire to see Dr. Monack's position as dean made permanent. But there was objection from the faculty--an objection based upon allegations that Dean Monack lacked the "presence" of a strong administrator and that she was too subservient to the president.

Chairman Hough reported to the Board that the "Executive Committee of the Board and the Faculty Committee on Appointments, Promotions and Dismissals had not been able to come to an agreement on the choice" of a new dean of the College. Mr. Hough said he had met with members of the faculty Committee, "but to no avail." The Executive Committee was faced with the choice of approving the deanship appointment recommended by the president but to which a "majority of the faculty seemed to be opposed," or re-opening the search. The decision of the Executive Committee was to continue the search.

In June, therefore, the search for a dean was re-opened. In August, the president submitted to the trustees by a mail ballot the nomination of Shirley Van Marter as associate professor of English and Dean of the College, an appointment with which the Faculty Committee concurred. The nomination was approved.

1978-1979

In September, 1978, the opening of College was outwardly traditional and uneventful. But administration and trustees saw two stunning figures: new freshmen numbered only 60, approximately the same as the preceding year but below expectations and certainly below the number needed. And 40 percent of the preceding year's freshmen did not return for their sophomore year. Wilson's attrition rate had never been so high. Total enrollment for the fall term was 224.

These were serious set-backs, yet trustees continued to hope and the administrative staff continued to work. In the previous spring, the admissions office had launched an all-out effort to enroll 150 new students for the term beginning September 1979. The decision was made then to rely most heavily upon the direct mail approach to qualified high school graduates identified through the Student Search Service, because this source had produced the largest number of applicants for the two preceding classes. The alumnae One-Plus-One program was to be continued, but less emphasis was given to high school visitations, both because of

their high demands on the time of a small staff and because they did not seem to be productive. These decisions were explained to the trustees at their fall meeting, and new printed materials--newsletters, brochures, catalog and the like--were proudly displayed. Because of the early mailing of personalized letters to 70,000 prospective students, the College had received, by November 1978, approximately 11,000 inquiries for further information--an unprecedented volume of inquiries. Because of this volume, trustees, president and admissions staff were all very optimistic about enrollment prospects for the 1979-80 year.

Buoyed by this optimism, the trustees gave final approval to the budget for the 1978-79 year, projecting a deficit at year's end of $21,320, and authorizing the borrowing of $250,000 from funds-functioning-as-endowment to meet cash flow problems. The fund-raising goal for the year was set at $1,250,000.

When the trustees met again, in early February, 1979, the bottom had dropped out of all these hopeful expectations. First, the trustees learned that the Pennsylvania Department of Education had recently reduced its approval of Wilson's teacher certification program from the usual five-year period to only one year. While it was thought that this decision could be reversed by a further conference between College officers and state department officials--such a meeting was already scheduled--the possibility of losing approval of the teacher training program was serious.

The Executive Committee of the Board met with the Faculty Committee on Cooperation with the Trustees. These meetings, in recent years, had tended to be sessions at which faculty presented their grievances to the trustees--the president was never present at these meetings. This time the faculty committee presented a written report on faculty workload which dramatized the "thinness" of Wilson's faculty over most curricular areas. They discussed their concerns about lack of funds for faculty development and especially about what they considered Wilson's low salary schedule. Specifically, they told the Executive Committee that they considered it imperative that the trustees provide, over the next two years, a 15 percent salary increase plus cost-of-living increments.

When the full Board convened, the president distributed copies of a detailed report on student financial aid. Of greatest significance to the trustees at this point was the information that nearly 60 percent of Wilson's students were receiving some degree of financial aid; that the average amount of such aid was $3,710; that 53 percent of the money necessary for student financial aid came from College funds, while 35 percent came from federal Title IV funds and 12 percent from such other sources as state grants.

Another blow was the report from the trustee committee on development and public relations. Once again, it seemed unlikely that the fund-raising goal for the year could be met. The chairman of the committee reported that the best estimate she and the development staff could offer was that the College would fall short of its goal by about $450,000--perhaps more. No "miracle," such as the 1975-76 individual gift of a half-million dollars nor the million dollar bequest of 1976-77 was in sight.

With this as background, the Board convened in executive session and called upon President Waggoner for recommendations. As recorded in the official minutes of that meeting:

> The president turned first to the operating budget for the 1978-79 year with figures on income and expenses through January 10, 1979. The original budget approved by the Board anticipated a deficit at the end of the year of $21,320. As of mid-January, with the lag in gifts and grants, the anticipated deficit rises to $224,790.
>
> Dr. Waggoner then asked the Board to review an "Analysis of Financial Resources Available for Operations," copies of which had been distributed.* Assuming that the 1978-79 enrollment is maintained in 1979-80, and factoring in the tuition increase already approved by the Board, she anticipated that the gifts and grants goal for the 1979-80 year would need to be $312,000 larger than the goal for the current year, or a total of $1,608,000.
>
> The President then gave the Board a report on the admissions situation. She reminded the Trustees that the goal is to admit a class of 150 new students in September 1979. Through Student Search and other means, a total of nearly 12,000 inquiries from prospective students was received by the Admissions Office, as compared with 3,700 a year ago. Based on experience of recent years, it was anticipated that 550 applications would be derived from this volume of inquiries and that in turn 150 new enrollments would be received in September, 1979. Previous experience also indicates, however, that half of all applications will have been received by January. Thus, one would expect that 275 applications would now have been received by the College. Unhappily, as of this date, only 81 applications have been received--less than on a similar date in 1977 and 1978. Mr. Mason, the Director of Admissions, believes that the College can expect no more than 50-60 new resident enrollments for the class entering in September, 1979. Because previous entering classes have also been small, the total enrollment of the College in the coming year would be smaller than it is now.
>
> The Board then engaged in a discussion of whether the facts presented by the President dictate the closing of the College . . . .

*See Table I.

Board of Trustees, Wilson College — Confidential Working Paper

Analysis of Financial Resources Available for Operations

I. 1978-79 operations

A. Budget value of gifts and grants needed to balance operating budget	$1,296,000	
Gifts and grants received to 1/26/79	$ 275,000	
Gifts and grants needed as of 1/26/79 to balance operating budget	$1,021,000	
B. Pledges outstanding as of 1/26/79	$ 44,000	
C. Value of unrestricted endowment and funds functioning as endowment as of 12/31/78	$1,318,000	
Dormitory bonds payable to HUD-principal as of 6/30/78	$ 471,000	$1,251,000
Capital lease obligations on Disert and Rosenkrans - principal as of 6/30/78	$ 780,000	

Notes:

1. Values of all the quantities used were not readily available for the same date. The final numbers would be expected to vary slightly, but not significantly, from those shown above.
2. The 1/26/79 values for gifts and grants received and pledged are from Development Office report.
3. The endowment values are from the last unitization report.
4. The value of the outstanding principal of the Capital lease obligations and dormitory bonds payable are from the 1977-78 auditor's report.

II. 1979-80 operations

Approximate budgetary effect of 1979-80 enrollment being the same as 1978-79 enrollment.

	Values for 1978-79	Changes in values for 1979-80 from 1978-79 values	Remarks re bases
Net fee income	$ 712,575	+ $ 42,000	fee increase; increased aid need
Endowment income	$ 177,558	- $ 36,000	assuming $600,000 functioning as endowment used in 78-79
Auxiliary fee income	$ 372,325	+ $ 30,000	fee increase
		+ $ 36,000	
Expense	$2,703,810	+ $348,000	detailed cost analysis yields increase of 12.8%
Income	($1,296,320)	- $312,000	
Gifts and grants needed to balance budget	$1,296,320	+ $312,000	

$1,296,320
+ $ 312,000
$1,608,320

20

in gifts and grants needed to balance the operating budget if 1978-79 enrollment is maintained.

February 1979

Table II

WILSON COLLEGE

ADMISSIONS OFFICE

STATISTICAL COMPARISONS

	ACTUAL					PROJECTION
CLASS ENTERING	9/74	9/75	9/76	9/77	9/78	9/79
1. Total Inquiries	5100	6200	3000	3000	3700	11,000
2. Applications	264	254	157	158	185	550
3. % Application to Inquiries	5.2%	4.1%	5.2%	5.2%	5.0%	5.0%
4. Acceptances	225	221	109	126	151	412
5. % Acceptances to Applications	85%	87%	69%	89%	82%	75%
6. New Enrollments	111	105	41	65	63	150
7. % Enrolled to Inquiries	2.2%	1.7%	1.4%	2.2%	1.7%	1.4%
8. % Enrolled to Applications	42%	41%	26%	41%	34%	27%
9. % Enrolled to Acceptances	49%	48%	38%	52%	42%	36%

November 4, 1978

Table III

Past Application History

Number of Applications as of:	1977 Percent of total applications for year	1978	1979
December 31	61 - 38%	58 - 30%	54 - ?
January 31	88 - 56%	101 - 55%	81 - ?
February 28	110 - 70%	127 - 69%	
March 31	123 - 78%	146 - 79%	
April 30	128 - 81%	161 - 87%	
May 31	136 - 86%	169 - 91%	

Notes: This report was prepared January 31, 1979, for consideration by the Trustees Feb. 2-3.

The number of applications received by January 31, 1979 was 20% lower than the same date a year earlier and 10% lower than in 1977. If previous experience held for the current year, total applications for the 1979-80 year would be about 180, with a probable actual enrollment of new students in September, 1979, of 50-60.

Table IV

Wilson College Enrollment

Year	Entering Students	Total Fall Enrollment
1965-66	252	665
1966-67	239	713
1967-68	206	722
1968-69	165	677
1969-70	165	605
1970-71	140	511
1971-72	104	444
1972-73	125	381
1973-74	137	457
1974-75	86	392
1975-76	92	385
1976-77	39	285
1977-78	62	257
1978-79	60	224

Table V

Year	Operating Surplus (Deficit)	Gifts/Grants Received
1965-66	($ 29,190)	$ 863,598
1966-67	(44,449)	861,417
1967-68	11,565	1,563,926
1968-69	(188,797)	457,556
1969-70	(472,982)	694,773
1970-71	(425,440)	578,902
1971-72	(352,992)	570,763
1972-73	(445,950)	604,303
1973-74	(664,197)	959,828
1974-75	(862,546)	940,365
1975-76	(430,498)	738,300
1976-77	7,328	1,297,261*
1977-78	31,449	1,996,232**

* Included one major gift of $500,000.

** Included one bequest of more than $1-million, originally designated by trustees as funds functioning as endowment, but approximately $400,000 was later used to balance the operating budget.

November 4, 1978

Table VI

WILSON COLLEGE OPERATING BUDGETS

	Actual				Budget
	1974-5	1975-6	1976-7	1977-8	1978-9
INCOME					
Educational and General					
Fee income	869,021	828,674	676,940	680,928	712,575
Aid Income	182,026	170,111	166,168	193,667	221,301
Aid Awards	255,479	286,996	182,425	193,667	221,301
Net Fee Income	795,568	711,789	660,683	680,928	712,575
Endowment & Trust Income	121,571	93,176	128,530	187,556	177,558
Gifts and Grants Applied	367,353	618,475	1,153,702	1,202,893	1,275,000
Other	87,167	76,143	55,335	63,919	88,571
Subtotal	1,371,659	1,499,583	1,998,250	2,135,296	2,253,704
Auxiliary Enterprises (Food Service, Dormitories Health Center, Bookstore)	609,682	597,330	469,413	403,432	372,325
Total	1,981,341	2,096,913	2,467,663	2,538,728	2,626,029
XPENSE					
General Administration (Board, President, Dean and Business Office)	197,249	112,185	88,322	80,941	98,290
Student Services (Student Services, Financial Aid, Career Planning & Placement, Registrar, Activities and Transportation)	60,071	51,728	57,241	63,037	64,010
Development and External Affairs (Admissions, Publications, Public Information, Development, Alumnae)	286,377	259,276	261,796	300,285	306,539
General Institutional (Communications, Audit, Legal, Investment, Dues, Commencement, Lectures & Concerts, Staff Benefits, etc.)	205,898	201,190	207,089	197,002	235,317
Subtotal	749,595	624,379	614,448	641,265	704,156
Instructional (Compensation, Supplies and Equipment, Library)	992,927	886,782	867,663	907,024	949,849
Physical Plant	373,939	408,228	394,488	421,320	467,384
Subtotal	2,116,461	1,919,389	1,876,599	1,969,609	2,121,389
Auxiliary Enterprises (Food Service, Dormitories, Health Center, Bookstore)	769,489	665,492	619,483	585,034	582,421
Subtotal	2,885,950	2,584,881	2,496,082	2,554,643	2,703,810
Transfer to Aid: Student Wages Paid as Part of Financial Aid	42,063	45,080	35,746	47,364	56,461
Total	2,843,887	2,539,801	2,460,336	2,507,279	2,647,349
Reserve (Deficit)	(862,546)	(442,888)	7,327	31,449	(21,320)

THE DECISION TO CLOSE

In considering whether the information before them about enrollment, finances, fund-raising, and the integrity of Wilson's academic program dictated closing the College, the trustees were also aware of national trends in the economy and higher education over which they had no control but which were certain to affect this institution as well as all others. Among those trends were a high rate of inflation that was driving up college operating costs and forcing increases in tuition and fees. Those same forces acted to increase the need for student financial aid. National population studies, widely publicized in the last few years, show that because of lowered annual birthrates in the past two decades, the number of young people in the college age population will drop sharply in the 1980's. In the Middle Atlantic states from which Wilson draws most of its students, this decline in college age population is expected to be as much as 33 percent. And finally but perhaps most importantly, liberal education as offered by Wilson College is out of public favor. In 1970 the Wilson trustees made a deliberate decision to continue as a college for women only; the decision to remain a college of liberal arts had been reaffirmed following the campuswide study by the Academy for Educational Development in 1975. Both decisions might still be debatable, but the trustees were convinced that it was now too late to try to reverse them.

It seemed to the Board at its winter meeting that it would not be true to its trustee and fiduciary responsibilities if, in the face of these facts and future prospects, it did not consider closing the College. Yet the Board was unwilling to take this step immediately or to do so without review by others able to look more objectively at the College than the trustees.

The Board therefore instructed the President to arrange for a review of the data on admissions, finances, and educational environment by a group of consultants, chosen for their experience and expertise in related fields. The Board was asked to suggest possible consultants, and the officers of the Board, in consultation with the President, then selected those to be invited to serve on the consulting panel. The Board further instructed its officers to prepare a recommendation for consideration by the trustees at a special meeting to be held on February 17 in Philadelphia.

The Consultations

The officers chose a panel which was chaired by Dr. David Truman, recently retired president of Mt. Holyoke, who was then serving as interim president of the Russell Sage Foundation. Assisting him were Mr. John Butler, executive vice-president of the Philadelphia fund-raising consulting firm of Barnes and Roche; Mr. Daniel Robinson, member of the public accounting firm of Peat, Marwick and Mitchell; Dr. William Ihlenfeldt, vice-president in charge of admissions at Northwestern University; and Mr. William Huddleston, director of admissions at Bradley University and a frequent leader of national seminars on college admissions. In the week following the Board's February 2-3 meeting, President Waggoner met in a full day's conference with Dr. Truman, Mr. Butler, and Mr.

Robinson. These four reviewed and discussed together detailed enrollment, financial, and management data from the past three years. Extensive telephone conversations were held with Dr. Ihlenfeldt and Mr. Huddleston.

The data considered by the consultants included complete admissions reports for the past three years and the printed material (brochures, catalogs, letters) that have been part of the recruitment effort; budgets of the past four years and tentative projections for the coming year; fund raising reports and materials of the past three years. At their meeting with President Waggoner, the consultants also discussed such broad questions as whether Wilson's fund-raising potential is sufficient for a year-after-year effort, whether a college as small as Wilson and located in a small city can attract the caliber of professional staff needed, and whether Wilson on a long-range basis can provide the kind of educational/cultural environment that will attract sufficient students to make the College educationally and financially viable.

On February 14, the four officers of the Board of Trustees (Chairman Martha Walker, vice chairman Richard Hough, secretary Alice Beeman, and assistant secretary Jane Stewart), met with Dr. Truman in his New York office. They were accompanied at this conference by the president. A report on this conference and a subsequent meeting of the officers was made by Mrs. Walker to the Board at its meeting on February 17.

The Board's Special Meeting on February 17, 1979

On Saturday, February 17, 1979, the Board of Trustees assembled for a special meeting in Philadelphia. The purpose was to hear the results of the consultations and the recommendation by the officers and to reach a decision upon the future of the College. Twenty trustees were present; five were absent.

Martha B. Walker, chairman of the Board, reported on behalf of the officers on their conference with Dr. Truman and the report of the opinions of the other consultants. Some highlights of Mrs. Walker's report, as recorded in the official minutes of the Board, were these:

1. Both of the admissions experts consulted felt that Wilson could not attract sufficient students to meet the need for an enrollment of 600 to 700 students. Mr. Ihlenfeldt said that even if all possible expedients were tried--lower admission requirements, introduce pre-technical and career courses, introduce coeducation, perhaps start extension courses or branch campuses in urban centers--even if all these were tried, Wilson was not likely to attract more than 325 to 350 students as a total enrollment. Mr. Huddleston's suggestion was that Wilson should proceed as though it were starting an entirely new college: study the potential market to determine what students and their parents want, re-design the College to meet those wants, and recruit for a freshman class in 1981. If these things were done, his estimate of the maximum potential enrollment was 450, but this would not be reached for some six years.

2. The consultants said Wilson's fund-raising program is sound, but that the College is simply not likely to attract the major donors necessary unless enrollment can be improved. Considering the size of the College and alumnae body, Wilson has done quite well. They said it is a "miracle" that Wilson had balanced its budget the past two years.

3. The consultants were concerned about the deteriorating internal environment of the College. The constant pressure to recruit new students and the uncertainty about the College's future must inevitably lead to a decline in morale and optimism. This in turn makes it more difficult for the president and others to recruit new faculty and staff of the ability and experience needed.

4. Dr. Truman spoke especially of the responsibility of the trustees to protect the remaining assets of the College--indeed, not to "fritter" them away on a nearly hopeless effort to keep the College going in any form. If the trustees decide to close, he said it was important to make the decision soon and to inform the College community in order to provide time for such necessary matters as relocation of faculty, transfer of students, and orderly closing of the College.

Mrs. Walker summarized by saying that she believed the panel had told the officers and trustees that there are no panaceas and that they have no bold new ideas to offer.

Mrs. Walker said that the recommendation of the four officers is that Wilson College must close.

Following Mrs. Walker's report, the Board discussed at length the officers' recommendation to close the College at the end of the 1978-79 academic year (June 30). They noted that none of the five consultants had been optimistic about Wilson's chance of surviving, no matter what heroic measures were undertaken--re-vamped curriculum, changes in the marketing of the College and recruiting of students, acceptance of co-education, etc. They noted also that even when some hope had been expressed about such measures, it was tempered by caution about the funds and time needed to undertake major innovations.

The trustees also were aware that the immediate possibility of closing had not been discussed with faculty, students, or alumnae other than those alumnae who serve as trustees. This matter had also been considered at the February 2-3 meetings. The decision to keep the matter in confidence was taken because of the concern that discussion or rumors of an impending closing would have a devastating effect upon student recruitment and retention and fund-raising and would foreclose any alternative solutions that might have been proposed.

The trustees considered delaying the decision until the end of the academic year. However, it seemed wiser and fairer to all concerned to take immediate decisive action. The College was already involved in the recruitment and hiring of new faculty. March 1, by Wilson College Bylaws, is the date on which renewal of faculty contracts for the coming year for faculty holding a first year appointment must be agreed upon. If students were to find other colleges meeting their

needs and willing to accept them as "transfers" next September, it was important that such negotiations start now and that deadlines for transfer application be met. And certainly for faculty and staff who would need to locate other employment, the maximum possible "lead time" was essential. The trustees likewise felt that continuing to operate the College for another year, when in their best judgment such operation could not be successful, would mean wasting the remaining resources of the College and avoiding their own trust and fiduciary responsibilities.

After considering what they genuinely believed to be all possible alternatives, the trustees adopted the resolution of closing. The vote was unanimous except for one absention. There were no "nay" votes. Text of the resolution follows:

> Aware of the deteriorating situation with regard to admissions, retention and enrollment as well as voluntary gifts and grants and of the jeopardy in which the continuation of the College as an excellent and effective college for women is placed, the Board of Trustees of Wilson College hereby resolves and gives notice that classes shall be suspended at the end of the academic year 1978-1979 and that the Board of Trustees shall begin at this time those steps necessary and which it deems appropriate to conclude the operation of the College in its present form.
>
> It is agreed by the Board that as of 1 July 1979 the corporate entity in which Wilson College now conducts its functions shall change its corporate name to the Wilson College Foundation and that the assets of the Foundation, other than those needed for the administrative functioning of the Foundation, that are not already in such form shall then be converted, over such period of time as to the Foundation shall seem necessary and prudent with a view to maximizing values, into endowment of investment-type assets producing an appropriate return.
>
> The purpose of the Wilson College Foundation shall thenceforth be to continue to work toward the aims of Wilson College when an operating educational institution and to administer the assets of the Foundation in a manner as nearly as possible to fulfill the purposes fulfilled by Wilson College when an operating educational institution. The purpose of Wilson College as stated by its founders and continued to the present time has been to provide for women the opportunity for a broad and thorough education of the highest quality. As stated in its first catalogue "the aim of the institution is . . . to provide in its course that thorough and effective discipline, which shall develop the mental faculties, and secure both habits of thought and real scholarship." From the beginning, there has been particular concern that the development of character be an integral part of a Wilson education. Hence the purpose of the Wilson College Foundation shall be to foster the liberal education of women for excellence, for leadership, for service. This goal may be pursued by the Foundation by such aid to the undergraduate education of women as it may deem appropriate to furthering the aims of Wilson College, including but not necessarily limited to educational research and development and scholarships for the undergraduate education of women.

Announcement of the Decision

The trustees thought that it was essential that the first announcement of the decision to close be made directly to the College community of students, faculty and staff. For that reason, President Waggoner called an all-campus convocation for noon on Monday, February 19. As Board Chairman, Martha B. Walker made the announcement of the trustees' decision.

Immediately following the convocation, a press announcement was released. This detailed statement was distributed to both local and national media, print and electronic.

In the week following the February 17 meeting and decision, the College also sent special letters to a large number of groups having a special interest in the matter. These included the parents of current students, emeritus faculty members, members of the Board of Directors of the Alumnae Association, the total alumnae body, leaders in the Chambersburg community and the Presbyterian Church and foundations that have supported Wilson. Preparation and mailing of these letters, handled on campus, necessarily took several days and thus not all interested persons received the information at the same time.

On the campus itself, President Waggoner immediately set in motion procedures to aid underclassmen to transfer next fall to other suitable colleges, to assure seniors that they would be able to complete their studies and graduate in May, to assist faculty in locating possible openings at other colleges and submitting their qualifications for consideration, and insofar as possible, to assist non-teaching staff to locate other employment.

The March 10 Special Meeting of the Board

The news of the closing was a particular blow to alumnae. Because they found it difficult to understand and to accept this decision, the directors of the Alumnae Association requested a special meeting of the Board to hear presentations by several alumnae representatives. This request was granted, and the Board reconvened on Saturday, March 10, in New York City. Four alumnae representatives were present to make formal statements to the Board and to request review and reversal of the decision to close the College. Twenty trustees were present, five were absent.

The alumnae representatives focused on admissions, curriculum, and related concerns. They expressed the belief that Wilson could still overcome its admissions problems through greater personalization of recruitment and by employing outside experts to design and implement a sophisticated national program of advertising and student recruitment. They said that they believe the curriculum can be updated, and new programs implemented in career-oriented fields of study. And they offered direct alumnae volunteer assistance and participation in administration of the College if it were re-opened and if some re-staffing were needed.

After hearing the alumnae presentations, the Board again reviewed and discussed at length all the data and their implications for the future. At the conclusion

of this discussion, the Board reconfirmed its previous decision to close Wilson College effective June 30, 1979. The vote was unanimous except for a single abstention. There were no "nay" votes.

(In these two special meetings of the trustees, no trustee voted "nay" on the motion to close the College, and only two trustees were unable to attend either meeting to participate in this difficult decision.)

The March 28 Meeting of the Executive Committee

At a regular meeting of the Executive Committee on campus on March 28, trustees learned for the first time that a suit had been brought in the Franklin County Orphans Court by one trustee (Mrs. Jean Zehner), one faculty member, three alumnae, four students, and one prospective student. The suit asked the removal of all members of the Board of Trustees except Mrs. Zehner and their replacement by persons to be named by the plaintiffs. It asked further that an injunction be issued to halt all steps toward closing of the College. The president reported that the Court had already denied a temporary injunction, but that a hearing on the merits of the suit had been scheduled for May 7.

The Executive Committee discussed the activities of the Save Wilson Committee, an ad hoc committee of the Alumnae Association which was now spearheading an effort to organize alumnae and friends of the College to prevent the closing. Alumnae who had joined the suit against the trustees were also leaders in the Save Wilson Committee. Dr. Waggoner reported to the trustees, with great distress, the growing involvement of students in the controversy; a number of campus disturbances, protests, and some near-altercations; increasing vandalism and theft, especially from the vacant buildings on the north campus. Several faculty and staff members were also participating in the anti-closing effort, and some were making use of College facilities and supplies to do so.

Because of concern over the litigation and because all trustees wished to be informed of steps being taken toward the closing of the College, it was agreed that another special meeting of the entire Board should be held.

The April 28 Special Meeting of the Trustees

The trustees gathered in Washington, D. C. for this special meeting. The call to the meeting had specified that the purpose was to discuss details of the closing, but the meeting soon devolved into a reconsideration of the decision to close.

Trustees residing in Chambersburg were particularly subject to pressures and pleas from students, faculty and staff, and alumnae. At their request, Mrs. Walker, chairman of the Board, had appointed an ad hoc committee of trustees to meet earlier in the day with representatives from the Save Wilson Committee. This discussion did not bring any new proposals to the Board, other than a promise to drop the suit against the trustees if they would resign in favor of a new board selected by the plaintiffs. A lengthy and sometimes acrimonious discussion ensued. Eventually, however, there was a motion to reaffirm the prior

decision to close the College on June 30, 1979. That motion was carried by a vote of 15 to 7.

The Board then asked the president to report on steps being taken toward closing the College. Dr. Waggoner distributed copies of a budget report dated April 23, 1979. It showed an actual deficit as of that date of $230,507 and a projected deficit as of June 30 of approximately $510,000. (Not unexpectedly, gifts and grants to the College had virtually ceased after the closing announcement was issued.) She reviewed the College's obligations, including paying off residence hall mortgages held by the Housing and Urban Development department of the federal government; payment of faculty salaries through August 30, 1970; funding of the College's obligation for unemployment compensation for all employees, including faculty, for a minimum of 30 weeks after August 30. Meeting these obligations would exhaust the College's unrestricted endowments and its reserve-functioning-as-endowment, and might very well require the liquidation of some physical assets as well.

Most students had now been placed for next year with excellent colleges, the president reported. A few were resisting the closing decision by refusing to apply elsewhere. Actions to help faculty members find other positions were continuing, and some had already obtained new appointments. The faculty was protesting the salary arrangement approved by the Board, and the matter had been placed in the hands of legal counsel with the expectation that it will proceed to action in court.

The May 26 Meeting of the Board

The final meeting of this Board of Trustees of Wilson College was called to order on Saturday morning, May 26, 1979, in Norland Hall. At 4:30 the preceding afternoon, the judge of Franklin County Orphans Court had released his opinion and decree nisi in the case against the trustees.

The decree has been both hailed and denounced, and it seems certain to be debated within the higher education community for a long time. The decree:

1. enjoined the closing of Wilson College on June 30, 1979, or on any other date, without prior Court approval;

2. removed Dr. Margaret Waggoner from the Board of Trustees;

3. removed Dr. Mary Patterson McPherson from the Board of Trustees;

4. ordered that no funds of Wilson College might be expended on behalf of the respondents (trustees);

5. ordered the respondents to pay the costs of the court proceedings;

6. retained jurisdiction of this matter in this Court.

In a series of statements which the judge labeled "conclusions of law," his opinion further stated:

- Although the Board of Trustees had the power to determine that the College should discontinue its chartered non-profit activities, it had "no lawful right" to set a closing date or to take any steps toward implementing such a closing without prior approval by the Court.

- Without prior Court approval, the trustees had no lawful right to dispose of any of the assets of the College.

- Continuation of the College as a teaching institution is "neither impossible nor impractical though in jeopardy as a result of the improvident and precipitous decision of the Board of Trustees on February 17, 1979."

With this decree before them, the trustees who were respondents in the litigation convened in executive session to confer with their attorney on the most appropriate response. They discussed the advisability of appealing the decision. While they felt confident the decision would be overruled by a higher court, they were also aware of the length of time required to file such an appeal, obtain a hearing and a decision. During that period, which might be as long as two years, the trustees would be required by court order to keep Wilson College open. Furthermore, the trustees reasoned, if the Franklin County Court opinion became final--the May 25 decree was a preliminary opinion only--it would have serious repercussions among all of higher education and particularly upon colleges and universities in Pennsylvania.

With these considerations in mind, the respondents agreed to seek an out-of-court settlement and so instructed their attorney. They stipulated that the agreement was to include the resignations of a large enough number of trustees to permit the petitioners to gain majority control of the Board; that it should provide that College funds might be used for payment of the first $7,500 in legal expenses already incurred rather than requiring payment by the individual respondents; and that it should protect the resigning trustees from future liability if the new Board of Trustees does not succeed in reviving the College.

The Board then re-convened in regular session to conduct the usual business of the Board at the May meeting--approval of degrees to candidates who had fulfilled the requirements, acceptance of financial reports, and the like.

Finally, the trustees acted to accept the resignation of Margaret A. Waggoner as president of the College, as submitted on April 28 but not previously accepted or announced because of the then-pending legislation. Contingent upon the execution of a consent decree with the stipulations between petitioners and respondents, as explained in the preceding paragraphs, 15 trustees, including all officers of the Board, resigned. Eight trustees elected to remain on the Board and work with new trustees chosen by the petitioners in the effort to keep Wilson College open. Two trustees were absent.

On May 29, a consent decree was issued by the Franklin County Orphans Court, containing the stipulations previously agreed to by the trustees. The consent

decree replaced the decree nisi, which thus became a matter of continuing educational and legal scrutiny but not of judicial record. The consent decree ordered the new Board of Trustees to convene forthwith and to take all necessary action to assure the continuation of Wilson College as a teaching institution. Finally it repeated the earlier ruling that "no decision to close the College will be implemented without prior court approval on June 30, 1979 or any other date."

THE CAMPAIGN AGAINST CLOSING WILSON COLLEGE

In order to understand the campaign which was waged against the decision to close Wilson College, it is necessary first to consider the Alumnae Association.

This Association is almost as old as the College itself; it celebrated its centennial in June, combining that observance with a victory celebration of the judge's decision against the closing. Alumnae have long been active in College affairs, and their financial support has, of course, been essential. Eleven of the 25 trustees in 1979 were alumnae. Bylaws of the College and of the Association require two "alumnae trustees," who are nominated by the Association and, by custom, automatically elected by the Board. The president of the Alumnae Association is by virtue of her office a trustee. The Alumnae board of directors, like the Board of Trustees, meets three times each year. At each meeting, the senior alumnae trustee is expected to report to the alumnae board on the most recent meeting of the trustees and upon any actions taken by them.

Wilson's Alumnae Association, like those at any other colleges, considers itself independent of the College insofar as its governance, policies and program are concerned. In earlier times, it was likewise independent financially. Beginning in 1969, however, by agreement between the College administration and the alumnae directors, the College has provided operating funds for the Association and campus offices for its staff, files, and activities. At the same time that this financial agreement was written, the Bylaws of the Alumnae Association were revised to provide: "The Director of Alumnae Affairs shall be employed by the President of Wilson College and the Board of Trustees after consultation with the Board of Directors of the Alumnae Association. She shall act as liaison between the Board of Directors and the College administration. With the approval of the College, she shall choose the staff necessary to perform the work of the Association."

As other colleges have learned, such arrangements often lead to tension or conflict. The employed alumnae director must serve two masters. The association often feels that it is first on the list when budget cutbacks must be made by the institution. And there may also be an undercurrent of resentment about alumnae autonomy. Because their association depends financially upon the college, are they obligated to support the College board and administration? Certainly, these tensions were present at Wilson. A long-time leader of the Association who served as its president during President Cole's time recalls that "I was reduced to pleading (almost threatening) just to get new rugs and drapes for the Alumnae Office." Shortly after Margaret Waggoner became president of Wilson, the alumnae secretary retired and it was necessary to employ a new person. The alumnae board of directors, so it is reported by some who were then active, wanted the choice to be exclusively theirs. The president of the College, in accordance with the Bylaws, was equally determined to exercise her responsibility in the matter. The pull-and-tug was polite, and in time, a mutually satisfactory candidate was located, but some alumnae leaders continued to resent what they considered presidential meddling in alumnae business.

At the time the trustees voted to close the College, the Alumnae Association was headed by a president generally regarded as weak. When the movement to "Save Wilson" began, it was not difficult for more determined and aggressive leaders to take control.

Within two weeks after the February 19 announcement of the closing, a group of alumnae met on campus to consider whether any action on their part was appropriate. This was not an official meeting of the Association's directors, though several of them were in attendance, as was the staff alumnae director. Out of this meeting came the Save Wilson Committee, a self-selected group which quickly achieved the status of an official ad hoc committee of the Alumnae Association. Thereafter, the Committee presented themselves as the voice of the Association and of "the alumnae." Its leaders were Carolyn Burger, a member of the Association's board of directors, and Nancy Besch, president of the Alumnae Association at the time of the difficulty over presidential participation in the hiring of a new staff director.

In March, April and May the Save Wilson Committee mounted a public relations campaign against the closing of the College and launched a nationwide fund-raising effort. By April, they had opened an office in downtown Chambersburg and were sending out a steady stream of press releases, not only to the media but to alumnae around the country. They, along with Trustee Jean Zehner, were instrumental in the litigation against the trustees. At the time of the May 7-11 hearing in Orphans Court, they testified that they had received pledges of over $1 million to be paid over a three-year period to keep Wilson open.

That the Save Wilson campaign was effective cannot be denied. The Save Wilson Committee involved students, who joined in protests of various kinds, wrote letters, rang doorbells, and circulated petitions. Not surprisingly, many faculty members and some staff were also active. The campaign, unhappily, was not carried out by Marquess of Queensbury rules. The president of the College was made the scapegoat for the closing of Wilson College; charges of "mismanagement," personal abrasiveness, and deliberate misleading of the trustees were made. The proposal by the Trustees to convert the assets of the College into an educational foundation was viewed as a "plot" to create a lifetime sinecure for the president--at the expense, of course, of faculty and students. In the heat of battle, scurrilous charges were tossed about; one poster in the student residence hall prominently included a "kill list" with the name of the president at the top. Threatening and obscene telephone calls were received by the president and the trustee chairman.

Outside Chambersburg, the news about Wilson's closing and about the Save Wilson campaign made only occasional headlines, but in the Chambersburg Public Opinion, it was front page copy almost every day--and editorial page copy, too, as letters to the editor flooded in. It is hard to estimate the effect of the Public Opinion's coverage. The first editorial, February 23, was impartial and generally supportive of the trustees' decision. Thereafter, however, editorials were critical of the trustees and supportive of the Save Wilson effort. And day after day, the headline over the "Letters to the Editor" column was about Wilson College, though the collection of letters usually included communications about potholes, snow clearance, and other topics dear to the hearts of editorial letter writers.

The faculty had its turn at berating the president and trustees, but especially the president. The Public Opinion published in full the lengthy statement issued by the Board of Trustees to explain their various meetings and consultations and data which had led to their decision to close. Thereafter, the newspaper published two responses, each almost as long as the Board's statement. One was a letter from a professor of religious studies who characterized the closing decision as "evil." The second was a statement from the Faculty Committee on Cooperation with the Board of Trustees, placing the blame for Wilson's decline on the shoulders of the president and accusing the trustees of making "false and misleading statements." One senior faculty member publicly stated that in his class in economics, he no longer used Edsel and Lockheed as examples of management failure, but instead taught from the "mismanagement" of Wilson College by its president.

As this controversy raged, news reports from the state capitol in Harrisburg revealed that President Waggoner was under consideration for the position of commissioner of higher education for the State of Pennsylvania. There was an immediate outcry from Chambersburg. Letters to the Public Opinion editor denounced the possible appointment; there was threat of an organized letterwriting campaign addressed to the governor; the news columns of the Chambersburg paper kept the speculations alive for weeks. Whether the position was ever offered or whether President Waggoner was interested in it is not known, but the event was another in a months-long series of attacks upon the president of the College.

It is no easier to assess the attitudes of the community of Chambersburg than it is to measure the effect of the media coverage. The city was naturally reluctant to lose an institution which provided 100 or more jobs and which contributed substantial purchasing power through students, faculty, and the College itself. On the other hand, Chambersburg had not, at least during the last critical decade, provided much support for Wilson nor demonstrated much interest in it. Fundraising efforts within the city had never been successful. At the trial, the chairman of the Board testified that her personal solicitations among more than 100 Chambersburg business and professional people, over a two-year period, had brought in gifts of less than $1,000 total.

Finally, one perhaps unique aspect of the town-gown situation served to further exacerbate feelings. The Wilson College catalog lists 23 emeritus members of the faculty. Twelve of them, including the venerable president who headed the college from 1936 to 1970, live in Chambersburg. While some took no public part in the controversy, others were vocal supporters of the Save Wilson effort and without doubt influenced the views of alumnae who lived elsewhere.

Whatever the ultimate result of the Save Wilson effort, it must be said that the controversy left wounds that will never heal. Community, campus, and alumnae were divided. Harsh things were said on both sides; professional reputations and careers were damaged; friendships were strained. The institution of Wilson College may or may not survive, but the people involved were irreparably hurt.

WHO WAS TO BLAME?

The minutes of the Board of Trustees, the records and reports of the Admissions Office, the Development Office, and the Business Office of Wilson College clearly show that the decline in enrollment and in financial stability began in 1965-66 when the first operating deficit appeared. Though the peak year for enrollment was 1967-68, the decline in freshman enrollment had begun a year earlier. From that point on, enrollment dropped steadily except for two small upturns during President Waggoner's years, and fiscal deficits became a commonplace. During this span of a little more than a decade, Wilson had a fairly stable board of trustees--there were changes, of course, but some trustees have served throughout all or most of this critical period. The College has had three presidents and one acting president; it has had six deans. The senior faculty--the cadre of full professors and department chairmen who were appointed in the 1950's and 1960's--has been virtually unchanged during this time. Alumnae leadership has changed hands in the due processions of office, but some names appear and reappear on the board of directors of the Alumnae Association and on the Board of Trustees of the College throughout the decade.

When the decision to close was announced, the Trustees urged that there be no "scapegoating." It was perhaps inevitable, however, that people would seek to find someone or something on which to place the blame.

Was the FACULTY to blame? In Wilson, as at other colleges, the faculty has a large degree of control over curriculum and teaching quality. Many observers of the Wilson faculty have said that it is traditionalist, conservative, and resistant to innovation. The Middle States Association accrediting team in 1978 commented adversely upon the faculty's failure to develop its own procedures for program evaluation and for improving teaching effectiveness, as well as upon the faculty's lack of scholarly productivity and their failure to participate in professional activities and interests beyond the campus. The team noted that Wilson's enrollment provided a very low student-teacher ratio and that there was ample faculty time for research and other scholarly activity. They also acknowledged, however, that Wilson's budget problems prevented much money being available to support such faculty activity.

If the Wilson curriculum did not change sufficiently to accommodate to a changing world, was it the fault of the president or the faculty? And if there was tension between president and faculty, was it altogether the fault of either? One long-time member of the Wilson faculty commented, "This is a contentious faculty. It always has been--and it rubs off on students." The same observer also said that Wilson's faculty had no "positive" leaders of its own, though it was very good at destructive tactics.

If the faculty was not "informed" about the College's troubles, as was repeatedly charged during the controversy and litigation, it is hard to understand why. As indicated earlier in this report, the enrollment and deficit figures were public information and were regularly reported upon at faculty meetings. Minimum salary increases, moratoriums on tenure and promotions, budget cutbacks and staff reductions had their biggest impact on the faculty and could not have gone unnoticed.

Finally, one must at least raise the question of whether the 40 percent freshman attrition rate experienced by Wilson in 1978 is attributable, at least in part, to the faculty and quality of teaching.

Was the ADMISSIONS OFFICE to blame for the failure to recruit sufficient new students to keep Wilson going? One of the administrators most excoriated by faculty, students, and alumnae during the closing controversy was John M. Mason, director of admissions. Yet the record is clear that in the four years of President Waggoner's administration, as well as in the two years of Mason's tenure in the admissions office, virtually all means of student recruitment were tried. There was extensive visitation of high schools, college nights and college fairs, and similar traditional contacts. The alumnae One-Plus-One program, recommended in 1974 by the Moon Report, was fully implemented. Alumnae who later charged that the College did not sufficiently involve them forget the years when alumnae chairmen were appointed in all 50 states and when they enthusiastically followed the directions set forth in the One-Plus-One Manual published by the College--yet their efforts did not produce freshmen in 1976 and 1977. One alumna leader of the One-Plus-One program who was also a trustee confessed that on her own initiative, in the spring of 1978, she visited high schools in her area of western Pennsylvania and invited a group of prospective students to visit Wilson with her. She brought these girls to the campus for a visit and they said they liked it--but, she sadly noted, they did not apply or enroll.

When the 1978 entering class fell well short of the size needed to maintain the College, Mason began to plan his student recruitment program for the entering class of 1979. Based on a survey of the new students who had enrolled, he concluded that the traditional methods--high school visits and college nights--were "good public relations" but not the most effective recruiting technique. Responses to his student questionnaire indicated that more students had been obtained by the direct mail approach, which included personalized letters, brochures, and letters from faculty members. He decided to place major reliance on the direct mail approach to students identified through the Student Search Program--a computerized service which provides the names of high school students meeting Wilson's requirements for high school grades, SAT scores, and geographic location. For the purpose of enlarging the "inquiry pool" of students seeking information about Wilson, the admissions director ordered three groups of names from Student Search: qualified high school juniors from Wilson's "primary geographic area of Middle Atlantic states;" qualified high school juniors from a secondary geographic area of New England and Middle West states; and qualified high school juniors whose data in the Student Search material showed them to be uncertain about a major field of study in college. This third group was an experiment, but it was thought it might provide Wilson with a previously untapped market.

The schedule called for a personalized letter, with an "inquiry slip" enclosed, to be mailed to 70,000 high school juniors in mid-April, 1978. (These girls would graduate from high school in June, 1979 and be eligible for admission to Wilson in September.) Every student who returned her inquiry slip received a second mailing consisting of a personalized letter from the Director of Admissions, a short brochure about the College, and a reply card on which she might request a visit to the campus. In September, every student on this list, whether or not she had returned the card asking for a campus visit, was mailed a Wilson

Student Prospectus and an application for admission. Early in October, every student who had inquired received a special Wilson Newsletter, designed and written especially for prospective students. Late in the same month, the Admissions Office began to mail interview forms to the One-Plus-One alumnae chairmen for their use in personal visits with the prospects. And in late November, all inquirers received a second Wilson Newsletter and a copy of the College's financial aid brochure. A final mailing to all students who had inquired was made in late January, and included a third Newsletter and an article reporting on a survey regarding women's education.

This was the massive direct mail process which created so much optimism when it brought 12,000 inquiries from prospective students--and pessimism when only 81 of those inquiries materialized as applications for admission. It might be noted that even though he placed major dependence on the Student Search process, Admissions Director Mason and his staff also participated in 1978 in five national "college fairs," in the Women's Independent College Fall Tour, and in high school guidance counselor information sessions in a half-dozen major cities and states.

The Admissions Office at Wilson was affected by budget restrictions, as were all others. The admissions staff consisted of five people, aided by excellent mechanical equipment for production of personalized letters. The Wilson admissions program failed, but it does not seem to have been for lack of a well-thought-out plan. There was contradictory evidence at the court hearing over alleged breakdowns in the implementation of the plan. In view of the size of the task and the size of the staff, there may well have been some omissions. But in the course of the past four years, Wilson has tried extensive visitation programs to high schools and college fairs, it has tried a national program or alumnae personal contacts with prospective students, and it has tried a massive direct mail approach. The College failed to attract enough students, but it cannot fairly be said that this was entirely the fault of the Admissions Office.

Were the TRUSTEES to blame? The Middle States evaluation report characterized the Board of Trustees as "active, capable, interested, and knowledgeable . . . fully acquainted with the College's strengths and problems." The judge who ruled against their decision to close the College wrote in his opinion that the trustees "had a sincere and well-intentioned interest in the well-being and welfare of Wilson College and acted out of good and proper motives."

Nonetheless, the Board of Trustees permitted seven annual operating budget deficits and an equally long decline in enrollments before they took decisive action in the form of the 1974 declaration of emergency and the demand that President Cole seek outside counsel on the educational and financial problems of Wilson College. Did the trustees let matters drift to a point of no return? The 1979 Wilson Board of 25 members included five who had been trustees from nine to twelve years each, spanning almost the entire period of Wilson's troubles.

The judge who ruled on the Wilson case removed one trustee for a "patent conflict of interest" because she is president of another women's college, which he said might be presumed to be competing with Wilson for the same pool of students. But what constitutes a true conflict of interest for a trustee? Wilson's board included the vice president of the Chambersburg bank which acts as

treasurer of the College and as custodian of its operating funds. It included two former and the current presidents of the Alumnae Association, who might on occasion be sensitive to pressures from Association members. The Board's chairman was an attorney practicing in Chambersburg and upon occasion before the judge who conducted the hearing on the Wilson case. Several trustees were members of the boards of other colleges and universities and active in their fund raising efforts at the time Wilson's own financial needs were becoming desperate.

Finally, one must record that the Board of Trustees pledged to Margaret Waggoner, when she accepted their invitation to become president, that they would raise one million dollars per year, plus at least six percent added each year for inflation, in order to rebuild the College. Within a year or two, however, that pledge was all but forgotten, and the general attitude of the Board, though some individual trustees made generous gifts and worked hard at fund raising, was that fund raising was the responsibility of the Development Office and the President.

Or should one place the blame for Wilson's troubles on the PRESIDENT? But if one is to blame the president, which president shall it be? How about Paul Swain Havens, president for 34 years including the decade of the '60's when the long slide began? One faculty member characterized those last few years as a time of waiting--"nothing happened. Nothing was initiated. Everybody was waiting for a new president." The new president was Charles E. Cole, Jr., and perhaps one should blame him, for during his tenure, things did not get much better. Deficits continued, and despite his reorganization of the admissions office and what the faculty, at least, considered a lowering of admissions standards, enrollment continued to fall. His long delay in revising the Criteria for Appointments, Reappointments and Tenure resulted in placing responsibility for implementing the new policy and for making painful decisions squarely on the desk of his successor. Or perhaps one should blame Acting President Dennis who wrote contract letters for one-year faculty reappointments that effectively gave those concerned two more years at Wilson--and thereby delayed the beginning of the faculty revitalization program which was a Moon Report recommendation and a Board mandate to President Waggoner. Nor did President Dennis undertake any student recruitment program to ensure a class entering in 1976.

Should one blame President Waggoner for not succeeding in rebuilding Wilson to its former strengths? She brought in a substantial number of new and vigorous young faculty members, though the process embittered an entrenched senior faculty. She further alienated that senior faculty when, in response to changing rules of the Internal Revenue Service and with the authorization of the Board, she rescinded Wilson's long-standing tuition remission policy for faculty daughters. She encouraged and strengthened the organization of the faculty and the curriculum in four divisions rather than in twenty departments--a process begun before her inauguration but which effected a change in the faculty power structure after she came. She initiated some curricular revisions, though less progress was made in this area than might have been wished. Student government was strengthened, though ironically its leaders turned against the president when the fight over closing began. Under her leadership, College and Trustee Bylaws were brought up-to-date, in accordance with changing state and federal law, and campus personnel policies were codified. There was substantial improvement and renovation of Wilson's aging physical plant under Dr. Waggoner's direction. Much progress was made to bring Wilson into compliance with federal requirements of the 1970's. There was stringent cost-cutting and cost control.

There was, however, a high rate of administrative staff turnover, and this has been much cited as a criticism of the president. Four deans in four years! Yet again, examination of the record shows that Dean Mary Ann Burns, whose resignation had been accepted by the Board to be effective August 1, 1975, stayed one further year to assist in the transition to a new presidency, though she notified President Waggoner in October that she would not stay beyond June, 1976. Dorothy Schneider, appointed by President Waggoner, decided in August, 1977, after one year at Wilson, to accept a better-paying offer at another college. Acting Dean Monack, who served during the 1977-78 year, was proposed by President Waggoner as a permanent appointee but rejected by the faculty, not by the president or the trustees.

But there was a lot of change in the administrative staff. Perhaps it is true that President Waggoner is a demanding taskmaster and that she delegates less than she should. Perhaps she erred when undertaking budget retrenchments by cutting back too sharply on her own staff, thus increasing her own areas of responsibility and her own workload to impossible levels. And surely it is also true that Wilson's smallness, its comparatively low salary scale, and its precarious future made it difficult for the president to enlist top-flight administrative staff.

The Middle States Association evaluation team in 1978 had this to say: "(Wilson) is now fortunate to have a hardworking, capable, and respected president who is making a determined effort to have it (Wilson) succeed. She is, however, facing many problems, not the least of which is the fact that her office is dangerously overextended because of a skeletal administrative staff. At the time of the team visit, there were several administrative vacancies. Some were by circumstance; some by design. Resignations were due to a variety of reasons and a concerted attempt was underway to fill vacancies as soon as possible with qualified candidates."

Perhaps Wilson's difficulties could be blamed on a high level of MALE CHAUVINISM. Though women outnumber men on the Board of Trustees, any observer of the meetings would have to admit that the decisions were usually made by men. Except for 1978-79, the chairpersons of the Board throughout the period of decline in the 1960's and 1970's were men, and most Board committees were chaired by men. The faculty majority is male; in fact, one of the strong recommendations of the Moon Report in 1974 was that the College should increase the proportion of women on its faculty and staff. As previously noted, Dr. Waggoner is the first woman president of this century-old women's college, though an acting presidency was held briefly in the 1940's by a woman faculty member.

One faculty member interviewed for this report observed that President Waggoner had strong support from women members of the faculty, but that their support was rarely expressed openly. Women faculty did not come to her defense when criticisms were voiced in faculty meetings--though they might speak to her or wrote notes of support in private after the meeting. And both women faculty members and women trustees have commented that Wilson's male faculty and Chambersburg's business and industrial leaders, mostly male, are uncomfortable about working with a strong women leader.

Or should one blame the ALUMNAE, who rose so valiantly and vociferously to the rescue of Wilson when the trustees voted to close it, but who did not, in previous years, provide the funds and students needed to keep it going? One must not make too much of this failure, for on balance, Wilson alumnae over the years gave generously to their college and many alumnae worked very hard to assist in student recruitment. Perhaps an alumnae body of not quite 7,000 should not be expected to provide so large a portion of the College's support--but if not, then how can those who worked to "Save Wilson" in the spring of 1979 expect to keep the institution alive in coming years?

In short, if blame must be affixed, then it must be shared by all elements of the College community and constituencies.

But in fairness, must any of these constituents of Wilson College be blamed? Should they not, rather, be praised for their long struggle to keep this institution alive and healthy at a time when national trends--economic, demographic, societal--were all working against the survival of small, independent, liberal arts colleges for women? On April 17, 1979, the New York Times published an article about Wilson and about similar small institutions. The following excerpt may be instructive:

> This fine old college's (Wilson's) shrinking enrollment was undoubtedly caused in part by its intention to remain a women's school despite its geographic isolation from male or coed campuses. Yet there is mounting evidence that Wilson's demise cannot be dismissed as a special case.
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> The records of the National Center for Educational Statistics show that there were no more than one or two college closings each year between 1960 and 1968. But a new trend began in 1968, with six shutdowns, and there were 84 closings in the 10-year period that followed, all but one in the private sector. The National Institute of Independent Colleges and Universities reports that the greatest loss--a total of 38 colleges--occurred between 1975 and 1978. Earlier this month, moreover, the American Assembly warned that higher education in general may be in trouble if its leaders fail to plan for an orderly retrenchment.
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> Harold Howe II, the Ford Foundation's vice president for education and research and a former United States Commissioner of Higher Education, has been speaking out with rising urgency recently, asking higher education leaders to view the future with less wishful thinking. He particularly worries about the following misconceptions:
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> - A few highly selective colleges that have three to five times as many applicants as they are able to admit are convinced--wrongly, Howe believes--that at worst they may someday have only two or three applicants to chose from for each available seat.
>
> - A much larger group of less selective colleges "innocently believes that the decline in applicants will affect their competitors but not them, and they are reassured by new gimmicks in their student recruitment procedures," including some very questionable hucksterism and some exaggerated hopes for large numbers of foreign students, especially from oil-rich countries.

- Some colleges pin their faith on new pseudoacademic programs "designed to convince students and parents of their capacity to produce both culture and a future job all rolled into one package of undergraduate happiness."

- A good many colleges have excessive expectations of an expanding market of "nontraditional students"--older persons or those who want to upgrade their earning capacity or avoid boredom. Several part-time students are needed to make up for the loss of one full-time undergraduate.

- Others believe that the increase in the percentage of high school graduates who go on to college will continue forever. Natural limitations on mental capacity suggest that it cannot.

Smaller future enrollments are inevitable. In 1960, the 18-to-21 year age group totaled 9.5 million; by 1970, it was 14.5 million, and this year it reached its peak, 17 million. This year nevertheless showed a 0.5 percent decline in college enrollment, the first in more than three decades.

By 1985, the 18-to-21 year old group will be down to 15.4 million, and 10 years later the total will be only 14 million, 4 million fewer potential college students than there are now. Things may change after that, depending on what happens to the birthrate; but nothing can change the number of potential students already born.

Of course, the high school graduation rate, which now stands at 75 percent of the age group--the highest of any country--could increase slightly; some colleges, desperate for students, could admit even those who have failed to graduate from high school. If that happens, some low-quality colleges may survive while some determined to uphold standards follow Wilson's course and die.

Also instructive is an article which appeared in The Billboard, Wilson's student newspaper, on March 2, 1979:

During the last two weeks at Wilson, the air has been thick with speculation and accusations as we all try to deal with the sad fact that our school is closing. On Monday, February 19, the entire college body was faced with not only the closing of a beloved, honorable institution, but a way of life as well.

To the many of us who have come to know and love this unique way of life, Monday's announcement was overwhelming. We are hurt and confused. In our heated confusion we search for answers as to why a place that means so much to us cannot attract more students like ourselves.

Consequently, depending upon what corner of the dining hall you happen to be seated in, you may hear of five or six current scapegoats, and at least as many opinions as to why the school is closing, all in one sitting.

Why is Wilson closing? There is no one person to blame--there is no simple answer. Wilson is closing due to circumstances which have rendered her utterly helpless in their wake.

Hindsight is inevitably much clearer than foresight. In the realization that the classes of '79, '80, '81, and '82 will be the last to walk through these gates, we all think we know what went wrong. Well, do we?

These reporters felt that many people were as confused and misinformed as we were. Therefore, we made an appointment to speak with Mr. Mason, Wilson's admission officer, in order to go about finding some answers.

A particularly controversial figure himself these days, Mr. Mason outlined what he believed to be the factors which contributed to Wilson's sharp decline in enrollment and eventual downfall. We want to present the following information, so that our readers may be able to envision a clearer picture of what has happened here.

Wilson is a small, isolated women's college of liberal arts. Each of these factors, while attractive to most of us, has been a deterrent in recruiting prospective students. Many small, women's liberal arts colleges are able to maintain their high enrollment because they are located near metropolitan areas and/or men's colleges. Others have altered their academic curricula. Wilson is in central Pennsylvania, a large rural area, and this is not attractive to everybody. In addition, Wilson chose not to compromise her tradition of a liberal arts education by altering her programs. Most importantly, however, is the problem of what Mr. Mason referred to as the "critical mass." In short, you must have students to attract students.

QUESTIONS AND UNRESOLVED ISSUES

The Wilson College story will provide subject for debate within the higher education community for a long time to come. In particular, the judicial opinion in the decree nisi, even though set aside by the consent decree, merits serious study.

The judicial opinion raises a cluster of questions about the powers, responsibilities, and liabilities of trustees. In his list of "Conclusions of Law," the judge wrote: "The Board of Directors of Wilson College, as the directors of an on-going non-profit corporation actively engaged in the field of education, could determine that the corporation should discontinue its chartered non-profit activities; but it had no lawful right to set a termination date for those non-profit activities or take any steps toward the implementation of that termination decision until Court approval had been secured." He further wrote: "Without prior Court approval the Board of Trustees of Wilson College had no lawful right to determine what disposition should be made of the assets of the non-profit corporation."

The trustees had announced their intention, after closing the College, to convert its assets to an endowment to support an educational foundation. The court also stated that the trustees had no lawful right to make such a determination or change in the nature of the non-profit college corporation without prior approval by the court. In point of fact, the trustees recognized the need for court approval of the change in the corporation from a college to a foundation, and had filed a petition for that purpose some time before the court hearing. But they had publicly announced their intention before asking court approval.

In the preliminary decree, the judge assessed court costs against the individual trustees and directed that no college funds be used on their behalf. While this ruling was reversed in the later consent decree, it raises the question of the personal liability of trustees. (Wilson College provided liability insurance for the protection of its trustees and officers, but the policy had a "deductible" of $7,500.)

This case also raises questions about trustee conflicts of interest and trustee involvement in day-to-day management of the college. The judge removed one trustee--the president of Bryn Mawr College--and gave two reasons for doing so. He said that "a patent conflict of interest exists, presumably, because both institutions are women's colleges in the State of Pennsylvania. The judge also stated that Dr. McPherson, president of Bryn Mawr, had failed "to exercise her recognized expertise as a director of Wilson College." This charge was based on the judge's "finding of fact" that President McPherson had "reservations" about the adequacy of Wilson's small admissions staff to handle a pool of 70,000 prospects, but did not personally convey these reservations to Mr. Mason, the director of admissions. President McPherson's testimony that participation in the day-to-day management of the College was not the proper business of a trustee was disregarded by the judge.

As noted elsewhere in this report, there were other and more serious potential conflicts of interest on the Wilson Board, but these were not noted in the judicial opinion.

Yet another question raised by the court proceedings about trustee responsibility is the status of recommendations by outside consultants. Much was made by the plaintiffs in the court hearing and in the judge's opinion of the Moon Report--the consultants' report that was prepared for President Cole and the trustees in November, 1974. Without considering the merits of this report or the question of how many of its recommendations the trustees actually implemented, one must ask whether the trustees had an obligation--a legally enforceable obligation--to carry out the recommendations of a consultation which they had bought and duly paid for but with which they did not agree.

The judge removed from the Board of Trustees the College president, Dr. Margaret Waggoner, who, he wrote, was guilty of "a gross abuse of discretion and authority." Of what did this abuse consist? It is not explicitly stated anywhere in the judicial opinion, but the inference is clear that the abuse consisted of recommending to the trustees that they consider closing the College and, after that decision had been made, proceeding with steps to implement the closing--all prior to obtaining permission of the Court to do so.

What are the powers of the court in relation to the College and its future? The judge found that the action of the trustees in deciding to close Wilson College was "indefensible, procedurally and substantively." He declared that the College was not bankrupt--as indeed the trustees themselves had emphasized--and that it was therefore possible for it to continue operating as a teaching institution. If this reasoning is adopted elsewhere, no institution can decide to close its doors until it is completely bankrupt.

While the judge made no ruling on the method by which Wilson trustees are selected, he observed parenthetically that he had "grave doubts as to the wisdom of this Board or any governing body being a self-perpetuating entity, for it tends to thwart the introduction of innovative programs and concepts, stultify progress and consecrate past actions and decisions, which may no longer be viable." The question of how best to select a board of trustees is, of course, not a new one. Wilson College Bylaws provide for a maximum of two successive five-year terms for trustees, but also permit a trustee who has served the maximum to return to the Board after at least one year away from it. Two trustees are nominated by the Alumnae Association and routinely elected by the Board. The advice of the judge in this case was for the election of a larger number of trustees by the college's "natural constituency, the alumnae."

Finally, of course, the entire Wilson College case underscores the basic question: how are liberal education and independent liberal arts colleges to be preserved, in the light of the external forces now arrayed against them--population trends, economic forces, growing federal and state regulation, and public disenchantment with liberal education? While it is to be hoped that some of these forces may be ameliorated or changed in the future, there seems little question but that some of the independent colleges in existence today will be forced to close their doors within the next several years. Must each of them undergo the trauma engendered by the effort to close Wilson?

THE RENEWAL OF WILSON COLLEGE

When the court injunction against the closing of the College was announced on May 25, there was great rejoicing among the alumnae and others who had worked with the Save Wilson Committee. Headlines in newspapers gave such messages as: "How Ailing College Was Saved" and "Wilson Survives: Judge Gives New Breath of Life to College."

But has Wilson been saved?

A new Board of Trustees has been constituted, including nine or more persons who served on the previous Board; the chairman of the new Board, Nan Hudnut Clarkson, was a member of the previous board for nine years. The Vice-Chairman, Nancy Besch, was chairman of the Save Wilson Committee and is a former president of the Alumnae Association. The Save Wilson Committee itself, originally an ad hoc committee of the Alumnae Association, has been designated as a permanent standing committee of the Trustees and has been given office space on campus alongside the public information office.

Dr. Donald Bletz, a part-time associate professor of political science, has been named Acting President. Working with him as Assistant to the President is Dr. Marilym Mumford, associate professor of English at Bucknell University who is on a one-year leave of absence from that position. Dr. Mumford was also an active member of the Save Wilson Committee. A new director of admissions, a man with considerable experience in small college admissions, has been appointed. A former director of public information who left last February has returned to Wilson, and a new director of development is being sought. Jeannette Lehman, a former development office staff member and also a Save Wilson activist, has been named Assistant Director of Development and is already on the job. Outside counsel has been engaged to draft a long-range development plan.

Of last year's full-time faculty, about half have left for other positions. Newspaper reports say that some of those who have left have asked for one-year leaves of absence with the hope of returning to Wilson. The Board of Trustees has announced that it will "fill the faculty gaps" with part-time appointments and that it will call upon the resources of the Chambersburg community for special lecturers.

Work is also underway to revamp the curriculum. Again, published statements indicate that the College does not intend to abandon the liberal arts, but that it will add career-oriented courses and programs. Already announced are new majors in dance and in communications studies. Expanded offerings in business administration, equitation, and athletic coaching are planned for the coming year. And under review for the future are such fields as nursing, computer science, social welfare, gerontology, graphic arts, and pre-school and special education.

In mid-summer, the College said that it expected about 100 students to enroll in September, including some 60-70 students returning from last year. During the summer months, alumnae and community volunteers have been on campus to mow the lawns and clean up campus buildings in preparation for the opening of classes. To provide some much-needed cash income, the College has negotiated

with the Vale Insurance Center to lease--probably for three years--all or parts of several campus buildings, both residence halls and classroom-office structures. Vale conducts a national training program for insurance adjusters and appraisers. About 120 trainees will be on campus at a time, each group for from one to four weeks. During an entire year, approximately 2,000 such trainees will come to the Wilson campus.

A mid-August report from the new Trustee Development Committee reveals that the Save Wilson effort obtained pledges that totaled $1,097,770 as of July 14, 1979. These pledges are payable over a three-year period.

Under new leadership, with renewed alumnae enthusiasm and support, and perhaps with a new definition of its mission, the institution of Wilson College may indeed survive. But the Wilson College that existed prior to the decline that began in 1965 is gone beyond recall. What may emerge from the turmoil of the last year is a new institution bearing a distinguished old name. All who have been interested in Wilson College, past and future, wish the new leaders success in their undertaking.

September 20, 1979

To: P.A.C.U. and the Lilly Endowment

From: Elisabeth Hudnut Clarkson, Chairman
Wilson College Board of Trustees

Subject: Comments on the Beeman Report

Thank you for the opportunity to comment on Miss Beeman's report, The Decision to Close Wilson College. What follows cannot, of course, be taken as institutional opinion. These are my own personal observations and reflections, having read all the source material used by Alice Beeman, as well as her study. We served together as members of the board that decided to close Wilson College, but my experience is different from Miss Beeman's on two pertinent counts: first, at the time of the decision I had been a trustee for 8½ years as compared with her 2 years; second, when it became apparent that some of the "old" board must remain if the court order was to be fairly obeyed, I chose not to resign.

The stated purpose of the publication of The Beeman Report was "to understand what the issues were at Wilson" and to provide college and university trustees with a focus on the "legal rights, powers, and responsibilities of university boards and on the implications of the Wilson case" for them. Miss Beeman has provided a chronology, a justification of the trustee's decision to close, and an analysis of the ambiguities of any attempt to affix blame for the apparent necessity of that decision. We are both too close to the events of that dramatic case to be objective--she as an officer of the board and as a close friend and advocate of the past president; I, as one whose opinion was slowly but surely changed in the face of the unprecedented activism of my sister alumnae, as well as by the disclosures of the months following the announcement of closing. My perspective on Judge Keller's controversial decision is different from Miss Beeman's. My primary interest in the remarks that follow will be to add my reflections to hers in an effort to speak to the responsibilities of trustees as seen in a study of the Wilson case, which is the announced purpose of your study.

It is my opinion that the Keller decision--whether or not one agrees that the courts have power to adjudicate a trustee decision to close an institution--opens my valid questions about trusteeship worthy of consideration by far more than those with the legal skills to challenge its conclusions. Among these are:

1. An implication that trustees should be better informed, should have more comprehensive data upon which to base wise decisions. Beeman, on page 37, speaks of the "years of decline" at Wilson, which were, in effect, tolerated by a board which should have been better informed and more willing to make tough decisions. This is in marked contrast to what Judge Keller describes as a "panic reaction" when, with too few questions, perhaps, that board voted after only two weeks study to close an institution that had survived many a crisis for one hundred and ten years. At the root of both extremes--delayed action and over-reaction--there is the contributing cause of insufficient information supplied to trustees.

2. An implication that trustees must take care to see that Executive Committees or small cadres of officers are not making their decisions for them inappropriately, or unduly influencing discussion. An example: Miss Beeman refers to the suspicion among some alumnae that the whole idea of the Wilson College Foundation was a "plot" to provide a lifetime sinecure for the past president. I do not believe this, but I do believe that the trustees in their February 17th meeting, reeling from the pain of the closing decision, were perhaps unduly pressured by the officers to adopt this conception. It would have taken a Daniel Webster to argue the opposite.

   This is, of course, a real problem for any board that purports to be other than local in its composition. Travel to a distant campus for more than 3 or 4 meetings a year is thought to be impossible (though I believe it should be a condition of election) and has given rise to the need for Executive Committees, a group within a group, authorized to act for the board between stated meetings. The officers of the 1978-79 board came to act as a group within a group within the Executive Committee. Judge Keller specifically called the conduct of this small cadre "subject to censure" (p. 71) and "exceeding the authority granted them by the board" (p. 71).

   Another concern for trustees rising out of the Wilson case might be the role of the president in the selection of members of the Executive Committee. At Wilson, though the By-Laws specifically state that Chairmen of Standing Committees are to be chosen by the Chairman of the Board, it was the common practice for these chairmen to be strongly suggested, if not actually solicited and chosen, by the president of the college. It seems obvious that questions of balance-of-power arise out of this situation, that can hinder board effectiveness.

3. One of the most controversial points in the court conclusions, with implications for all trustees, was Judge Keller's removal of Mary Patterson McPherson from the board for alleged "conflict of interest" and what he termed "failure to exercise her acknowledged expertise" on Wilson's behalf. Beeman discusses the conflict of interest point in detail, pointing fairly to the fact that there were those on the Wilson board who might have been thus accused as readily as Miss McPherson. It could be argued that Bryn Mawr does not stand to profit by Wilson's demise. Thus far Bryn Mawr has not had to rely on windfalls for its highly selective student body, nor would its president--a woman of cool integrity--be thus influenced.

   The other charge, however, which is leveled at McPherson, a failure to exercise her considerable expertise, is something which every trustee can humbly and thoughtfully assess. She is an authority on student recruitment, and indeed on most matters pertaining to women's education in Pennsylvania. Questioned by the judge, she took her stand behind the lofty principle that it is inappropriate for trustees to interfere in the operations of the college. But should she have been raising sharp and insistent questions in trustee meetings--about enrollment figures and dusty curriculums--about reports and figures

which she understood more clearly and prophetically than we? Should I, in the same way, who have spent my volunteer career on a number of boards, have been making more of a federal case about board procedures, power pre-emptions, and our reverence for the agenda and the ticking clock, which often seemed to inhibit full debate of important matters? And how could our management experts have witnessed figures that indicated "decline" without blowing the whistle, as they would have in their business? And how could we all, intelligent folk, have been misled by optimism as we were? Yes, "failure" to exercise "expertise" on behalf of the institution we serve is a charge which most board members must read with a shock of recognition. Miss McPherson bore the brunt of an indictment which many of us deserved.

4. The judge questioned the wisdom of "self-perpetuating boards." We are all aware of the implications here: boards must actively recruit people of diverse opinion, "new blood"--if they are to be effective.

5. Finally, my response to reading both Miss Beeman's report and rereading the judicial findings concerns something that neither connects directly to trustee responsibility, but it seems to me to be at the very heart of the Wilson College Case. Though there are a variety of board responsibilities, the chief one is agreed to be the selection, evaluation, and if need be, the termination, of the chief executive officer, usually called the president. To this president of its own choosing, the board delegates most of its charter power. But it follows that the board must then assess the effectiveness of that person from time to time, to provide support and constructive criticism, to evaluate his or her administration. If the board gives directives, it must follow these up to see that they are carried out. All too often we trustees abdicate this key responsibility. Volunteer boards characteristically have neither the time, the energy, nor the capability and skill to properly evaluate the president's performance. This was certainly true in my nine years as a trustee at Wilson, and it is potentially true at any college, especially where the president feels threatened by or "above" such accountability. It is a procedure that requires conviction and courage, and possibly the services of a professional, but it is a board's central duty, and we neglect it at our institution's peril.

It is noted in the Beeman study that Wilson had had three presidents in the past nine years, one serving a brief "acting" term. It has been widely voiced about that the selection of these presidents left much to be desired. The grapevine says that time strictures burdened the chairmen of Search Committees, who subsequently brought pressure to bear on those committees for a quick decision. I cannot speak for the others, but as a member of the Search Committee which selected Miss Waggoner for the board's approval, I may say we were not under that kind of directed pressure. On the other hand, we <u>were</u> eager to do our job within a time frame that would serve the college. And our choice was necessarily limited finally to a very, very few--namely those who were willing to be considered even after they knew the true dimensions of the Wilson challenge. Wilson College leadership requires a certain very special set of skills, and some very special human attributes. I suspect most colleges have special needs--

and they vary. Search committees may neglect a preliminary job of ordering a priority of those skills and qualities. Perhaps they do not adequately communicate their needs to their candidates. Because of this, fine human beings may have variously suffered. And institutions suffer, too, when selection is either hurried or limited, and when the person who is selected is not given the opportunity to grow in the presidential office by means of a regular, skilled, and helpful evaluation.

A corollary to the foregoing discussion is that volunteer boards are traditionally loathe to terminate their presidents. But as times and circumstances change, a change of leadership is sometimes essential if the institution is to thrive and grow. Rarely do boards have the courage to initiate the process. One of the major contributions of the Moon Report was its evaluation of the administration at Wilson, which led subsequently to the traumatic resignation of the president. This is a difficult subject to address, but to neglect a mention of it would be to leave out an underlying issue in the Wilson case. Between Judge Keller's stringent criticism of President Waggoner's administration and Miss Beeman's strong advocacy of the same, there is a tale of board responsibilities not adequately carried out, of opportunities unrealized, and a distinguished teaching career diverted and hurt. The Board of Trustees bears a blame here that was not adequately assessed in the Beeman report or any other court of opinion.

Finally I want to comment briefly on Beeman's closing remarks even though they do not directly bear upon trustee responsibility. Miss Beeman wishes success to those engaged upon the business of Wilson's survival and lists the conditions within which this might just possibly happen. Then she adds, and the tone is unmistakably a judgment: "But the Wilson College that existed prior to the decline . . . is gone beyond recall." To which I would add Amen! Who wants to perpetuate an educational anachronism? But when she goes on to say, "What may emerge from the turmoil of last year is a new institution bearing a distinguished old name," I must plead the right to a last word. To be sure, much that characterized the old Wilson--a certain piety, a certain defensive gentility and unbending classicism--is indeed gone beyond recall, and I, for one, do not regret it.

Much that was spendid about the old Wilson remains, however: the ability to be small, to live modestly, even stringently--to affirm a rich spiritual heritage along with a fine education, a family feeling, and a deeply rooted faculty (smaller by far, but augmented as need be by area professors, so that a Middle States paper of last June speculates that this may be our best faculty in years).

What is <u>new</u> is a raised consciousness of our value, a new sense of sisterhood amongst alumnae and present students, a new openness and candor in the administration. Like an old lilac bush that must be ruthlessly pruned back in order to bloom again, Wilson College has experienced the pain of a very public pruning, and it is too soon to predict a springtime evidence of bloom. Let us say that there are signs, however: 110 resident students in its 110th year, a good number of Continuing Education students, "paying guests" to help keep the fine old campus populated and paid for, grants and gifts coming in, an administration hard at work, a revitalized and active board of trustees, and a collegial morale the likes of which I have never seen before.

We are grateful for this opportunity to add our commentary to Miss Beeman's report. And we thank her for wishing us well. The task is now squarely in front of all Wilson constituencies, and we need the goodwill of everyone!

IN THE COURT OF COMMON PLEAS OF
THE 39TH JUDICIAL DISTRICT OF PENNSYLVANIA
FRANKLIN COUNTY BRANCH

Jean Colgan Zehner, et al., Petitioners,	)	ORPHANS' COURT DIVISION
vs.	)	
William H. Alexander, et al., Respondents.	)	

CONSENT DECREE

AND NOW, this 29th day of May, 1979, pursuant to the STIPULATION AND AGREEMENT FOR CONSENT DECREE dated and approved by this Court on May 27, 1979, It is hereby DECREED:

1. The above-captioned action is resolved and the Adjudication and Decree Nisi issued by the Court on May 25, 1979, is replaced by this Consent Decree.

2. As of 4:00 o'clock p.m., Eastern Daylight Time, on May 27, 1979, the following respondent trustees resigned: Alexander, Austin, Beeman, Colgan, Culbertson, Damerjian, Hartman, Hough, McPherson, Menaker, Palmer, Stewart, Thomas, Walker, and Wood.

3. The Board of Trustees will convene for the purpose of filling the other vacant positions on the Board with persons selected in cooperation with the petitioners. The Board will take all prompt and necessary action to withdraw the pending cy pres petition and assure the continuation of Wilson College as a teaching institution in Chambersburg, consistent with the provisions of the College's Charter and By-Laws. No decision to close the College will be implemented without prior court approval. A majority of the remaining members are authorized to constitute a quorum for purposes of transacting business at the first Board meeting following the approval of the STIPULATION AND AGREEMENT.

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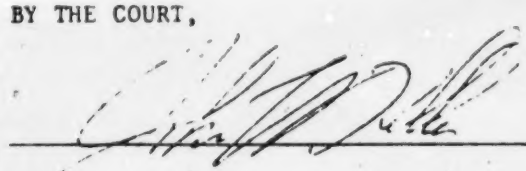
4. The resigning Respondent Trustees will not be held liable for the consequences of their respective resignations from the Board.

5. The remaining members of the Board will, at their first meeting following approval of this Consent Decree by the Court, approve the College's payment of $7,500, and no more, toward the expenses of defending this case on behalf of the Respondents.

6. The record costs of this action will be paid by the Respondents.

BY THE COURT,



J.

Editorial

Judicial Overkill

It comes as a surprise to no one that the courts and the judiciary have inserted themselves into a range of public and private issues so pervasive as not to have been predictable two decades ago. This is no less true of the courts' intrusions into academic institutions, where they have increasingly overreached their powers over academic matters that are clearly beyond their competence to judge.

A flagrant case of such judicial overkill recently occurred in the instance of a small, on-the-brink private college in Pennsylvania which a local judge ordered kept open against abundant and hard fiscal evidence to the contrary. There are a number of lessons to be learned from this episode, not only in terms of the competency of courts to decide complex academic and managerial issues, but also in terms of the arcane habits of academic institutions, which contribute rather than avoid conditions that encourage such judicial overriding.

Wilson College is a 110-year-old institution for women, located in rural Chambersburg, Pennsylvania. From a peak enrollment of 722 during the 1967-68 year, Wilson's student body had plummeted to 214 during the last academic year. It suffered an attrition rate of 40 percent. The rest of the scenario is by now familiar to hundreds of other small, private liberal arts colleges: Deficits mounted and faculty morale deteriorated, the only major assets remaining the plant, land, and facilities, assets that could obviously not be cashed in until after closure.

Two consultants' reports had earlier advised Wilson, among other recommendations, to go coeducational, revise its curriculum to encompass vocational courses, and to overhaul its admission procedures. Wilson's trustees chose to stick to their century-long commitment to a college of liberal arts for women. Other improvements were made, to be sure, but by early 1979 they were found to be insufficient to turn the crucial tide. By this spring Wilson could realistically hope for a fall 1979 freshman class of only 60. The student-faculty ratio had dropped to an unaffordable 5 to 1, and there seemed no early and viable solution to keep the college open. Wilson's "bottom line" facts this spring consisted of a student body of 214, a faculty of 43 stretched over 20 disciplines, and a physical plant designed for 700 students that was increasingly outdated, all of it requiring each year gifts and grants of half again of Wilson's entire annual operating budget of $2.6 million.

Before Wilson's trustees made their final life-or-death decision, they asked a panel of outside consultants to assess their circumstances. The panel was chaired by the nationally respected David Truman, until recently president of Mt. Holyoke. The panel advised that Wilson was now committed to a highly precarious course. Throughout this spring's critical decision-making debate, the board had decided, rightly or wrongly, to refrain from discussing the possible closing with its faculty, students, and alumnae. Any outburst of publicity, they feared, would have produced a devastating effect on both student recruitment and ongoing fund raising. Finally, in its March meeting, the board went public with its decision to close the college and to turn the remaining endowment and assets into a Wilson College Foundation to aid the higher education of women.

None of the board's intentions, however, were to be consummated. In response to a lawsuit filed against the trustees by a Save Wilson Committee, charging that the college's larger community had not been consulted in the final decision, Judge John W. Keller of Franklin County ordered Wilson kept open

for two years while court proceedings continued. Rather than undergo lengthy litigation (and also risk setting the dangerous legal precedent of having courts decide the future of private colleges), the two parties signed a consent decree removing the majority of trustees from any further Wilson responsibilities. The board of directors of Wilson, said Judge Keller in a minutiae-laden 87-page brief, "have no lawful right to set a termination date for those nonprofit activities [of Wilson] or take any steps toward the implementation of that determination decision until court approval had been secured."

What makes Judge Keller's opinion fascinating is not so much its legal significance, which one can easily overestimate, but the sheer bizarreness of its argument. Other facts intrude: Wilson's 125 employees make up a major industry for small-town Chambersburg, and Judge Keller was about to stand for popular retention election, which Pennsylvania commonwealth law requires of its judges every 10 years. The judge's *decree nisi* consists of a schoolmasterish potpourri of managerial nit-picking and some outright ludicrous assumptions. Over 60 paragraphs alone are devoted to a detailed recitation of the functioning or malfunctioning of Wilson's admission office, including a count of admission reply cards. Judge Keller ordered Wilson's president, Margaret Waggoner, removed from her office and from the board ("We do conclude the conduct of.. Margaret Waggoner constituted a gross abuse of authority and discretion, and she will be permanently removed from the board of trustees of Wilson College").

Bryn Mawr's president Mary Patterson McPherson, a topflight academic and member of Wilson's board, fared hardly better ("We do conclude...Mary Patterson McPherson must be removed from the board of trustees of Wilson College due to the existence of the conflict of interest between Bryn Mawr College and Wilson College and her failure to exercise the special knowledge and expertise she has which we conclude constitutes 'other proper cause' "). Wilson, it should be said, is about as competitive with Bryn Mawr as is the Franklin County Court with the United States Supreme Court.

Under such dubious court protection, the slowly dying Wilson College now struggles to remain alive. Its hurdles are monumental. Any institution, once pronounced terminated, can expect sparse pickings, be it in the form of moneys or warm student bodies with tuition in hand. Nonetheless, that effort is now being made with the help of an energized alumnae body of 6,500 Wilsonians and a vigorous acting president (and ex-military man) with evident hope of heart and courage of mind. (As of this writing, some 100 students have agreed to come aboard this fall and more may be on their way.) Slightly over half the faculty remain. Ten of them have taken one-year leaves of absence to teach elsewhere, relieving the budget, while others in the community have offered to teach free or for costs of transportation.

Unhappily, the days when colleges could be fueled by sheer faith and a trickle of money are just about over. Yet the shock of impending doom may have shot sufficient adrenalin through Wilson's faculty to change course when it seemed impossible before. Some vocational courses are now being seriously considered, as is education for older women. Some leasing out of campus facilities is being talked about.

There is, of course, no telling whether Wilson's troubles could have been avoided in the first place. There is evidence to suggest that Wilson's recent administration was possibly excessively rigid and less than open, that its admission procedures were quite inadequate to the harsh competitiveness of the times, and that the faculty were severely torn by the pressures to balance budgets and a student attrition rate of 40 percent. None of it can make for institutional stability or bring forth a spirit of collaboration and creative planning. But President Waggoner did balance her budget.

What is important to understand is that precisely such circumstances now prevail at hundreds of other institutions. Even if every liberal arts college administration were as competent as Judge Keller somehow demands it to be, if student recruitment were the envy of Madison Avenue and each faculty member a collegiate Mr. Chips, the tide of constantly rising deficits and the consequent life-and-death struggle would perhaps not be avoidable.

The right question to be asked in the Wilson College case is this: Is it not the option of a private educational institution to determine its own mission, even if this in the end proves not to be sufficiently marketable? And is it in fact in the best ecological interests of higher education to have every marginal institution stay alive at any cost?

There are also certain functional facts of life to be faced: The first is that when the question of terminating college operations becomes the crucial issue, confidentiality, if not secrecy, may in fact be the prudent course for a formative period of time, a notion wholly contrary to academic custom. Publicized failure inevitably spawns still more failure. Secondly, organizations cannot wait until all the money runs out before deciding on bankruptcy. Finally, while it is true that Daniel Webster revered "a small college, and yet there are those who love it," Mr. Webster does not have to put up the money to save the Wilsons of this world.

These are the simple facts of life that must inevitably animate any practical discussions about the coming shake-out in American higher education. This is the only course, notwithstanding the spurious effort of a court to turn economic facts of life into juridical fictions.

—*C.B.*